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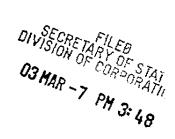
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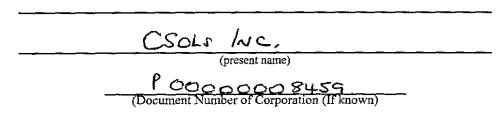
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114/07/1/3--01027--902 **35.00

Amend.



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

AT THE ANNUAL MEETING IT WAS PROPOSED TO AMEND THE ARTICLES BY INCREASING THE NUMBER OF DIRECTORS TO THREE.

ARTICLE BCA 55 607.0803 & 607.0805 (3) WAS AMENDED ON FEBRUARY 7TH 2003 TO THREE DIRECTORS.

THE DIRECTORS ELECTED FOR THE YEAR WERE

PHILLIP J. GODDARD ANN CAVANAGH KYLE McDUPFIE

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: 7rH FEBRUAL 2003
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
G	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 7th day of FEBAUANN, 2003,
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
(By a director if adopted by the directors)	
	OR
	(By an incorporator if adopted by the incorporators)
	PJ Goddard (Typed or printed name)
	President