

BERNARD, ALLAN & EDWARDS, INC.

P00000014840

Department of State
Division of Corporations
P.O. box 6327
Tallahassee, FL 32314

May 22, 2002

Enclosed you will find an amendment to the Articles of Incorporation of Bernard, Allan & Edwards, Inc. changing the number of authorized shares of common stock from 30,000,000 shares to 80,000,000 shares. The number of authorized preferred is to remain the same. Also enclosed is a check for \$35.00 for the filing fee.

If you have any questions I can be reached at (352) 323-4956.

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-05/28/02--01071--011
*****35.00 *****35.00

Yours truly,

Mike McLaughlin

Mike McLaughlin, CEO

FILED
02 MAY 28 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*all 6/3
amend*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BERNARD, ALLAN & EDWARDS, INC.

(present name)

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)*

ARTICLE V - The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: 80,000,000 shares of common stock of no par value, and 3,000,000 shares of preferred stock of no par value.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: May 18, 2002

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ 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 common stock shareholders voting group."

- ☐ 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 22nd day of May, 2002.

Signature

Michael B. McLaughlin
(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)

Michael B. McLaughlin

Typed or printed name

CEO

Title