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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Blade Runner Petroleum

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*****35.00 *****35.00

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval

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Signature

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**ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION OF BLADE RUNNER PETROLEUM, INC.**

THE UNDERSIGNED, being all of the Directors and Shareholders of BLADE RUNNER PETROLEUM, INC., a Florida corporation, hereby amend the Articles of Incorporation of BLADE RUNNER PETROLEUM, INC., the original of which was filed for record with the Secretary of State of the State of Florida on March 31, 2000. Pursuant to the provisions of Section 607.1006, Florida Statutes, the Corporation, the undersigned Directors and Shareholders amend the Articles of Incorporation as follows:

1. MAKRAM CHAMS is hereby removed as an Officer and Director of the Corporation.
2. The following person shall be added as a Director of the Corporation:

MAY CHAMS
1920 East Hallandale Beach Boulevard
Penthouse 2
Hallandale, Florida 33009

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The amendments described herein were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval. All of the remaining Articles shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, being all of the shareholders and Directors of the Corporation hereby set their hands and seals this 19th day of June, 2002.



LARRY S. SAZANT



MAKRAM CHAMS