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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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 2002 JUN 28 PM

The amendments described herein were approved by the shareholders. The number of some said for the amendments were sufficient for approval. All of the remaining Articles shall remain 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 194 day of June, 2002.

ARRY S. SAZANT

MAKRAM CHAMS