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SPIEGEL & Utrera, P.A.	200
(Requestor's Name) 343 ALMERIA AVENUE	TO THE STATE OF TH
Coral Gables, FL 33134 - (305) 445-2700	OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

(Corporation Name)	ES GROUP, INC. POODO (Document #)			· · · · · · · · · · · · · · · · · · ·
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Examiner's Initials

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

S.T.B. ENTERPRISES GROUP, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Sam Taylor

Vice-President:

Thomas E. Bunton Thomas E. Bunton

Secretary: Treasurer:

Sam Taylor

SECOND:

Article 5 shall be amended to state:

President:

Sam Taylor

Vice-President:

Sam Taylor

Secretary:

Sam Taylor

Treasurer:

Sam Taylor

whose addresses shall be the same as the principal address of the Corporation.



THIRD:

Article 6 of the Articles of Incorporation states Director(s) as:

Sam Taylor Thomas E. Bunton

FOURTH:

The Director(s) of the Corporation shall be changed to:

Sam Taylor

whose addresses shall be the same as the principal address of the Corporation.

FIFTH:

The date of the adoption of this amendment is the 19 February 2001.

SIXTH:

The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

SEVENTH:

This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 19 February 2001.

Sam Taylor, Chairman of the Board of

Directors