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| (Requestor's Name) |
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| PICK-UP WAIT MAIL |
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| (Business Entity Name) |
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WHEELER REAL ESTATE SERVICES, INC.

17 N. 10th St. Haines City, Fl. 33844 863-421-3400 phone 863-421-8669 fax

August 19, 2003

Please send a certified copy of the amendments and a certificate of status to the address above. A telephone number I can be reached at is 863-421-3400 or 863-287-0337.

Thank you,

Lee Kimbrel

ARTICLES OF AMENDMENT TO_ ARTICLES OF INCORPORATION OF



WHEELER REAL ESTATE SERVICES, INC.

(present name)

P00000064503

(Document Number of Corporation (If known)

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 I NAME

The name of the corporation shall be amended to be LIBERTY REAL ESTATE SERVICES, INC.

ARTICLE V OFFICERS/DIRECTORS

Due to a change in marital status the name of the President, Secretary, & Treasurer to be amended to be: WANDA LEE KIMBREL. Address to be amended to be: 17 N. 10TH STREET, HAINES CITY, FL. 33844

ARTICLE VI REGISTERED AGENT

Due to a change in marital status the name and Florida street address of the registered agent to be amended to be: WANDA LEE KIMBREL, 17 NORTH 10TH ST. HAINES CITY, FL. 33844

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:

NO AMENDMENTS

| THIRD: | The date of each amendment's adoption: AUGUST 19, 2003 |
|-----------|---|
| FOURTI | 1: Adoption of Amendment(s) (CHECK ONE) |
| ī. | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. |
| Ū | 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(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 19 day of AUGUST 2003 |
| Signature | Warda Lee Kimbrel. |
| | (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) |
| | IMANIDA I EE IZIMBEE! |
| | WANDA LEE KIMBREL (Typed or printed name) |
| | |
| | PRESIDENT/SECRETARY/TREASURER |
| | (Title) |