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BASIC AMENDMENT

RSG PROPERTY, INC.

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Amendment

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(2)

AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
RSG PROPERTY, INC.

We, the undersigned, hereby agree to this Amendment to the Articles of Incorporation of RSG PROPERTY, INC. a Florida corporation, and hereby amend same as follows:

ARTICLE I

The new principal place of business and mailing address of this corporation shall be:
P.O. BOX 460153
FORT LAUDERDALE, FLORIDA 33346

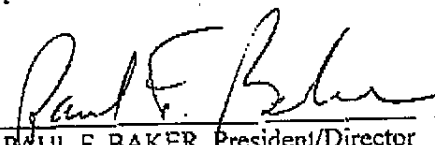
ARTICLE II

The name(s) and address(es) of the new Board of Directors are:
PAUL F. BAKER
P.O. BOX 460153
FORT LAUDERDALE, FLORIDA 33346

We, the undersigned, being all the directors of RSG PROPERTY, INC. for the purpose of submitting this Amendment to the Articles of Incorporation, do subscribe and acknowledge this Amendment, hereby declaring and certifying the facts herein stated are true, and accordingly, have hereunto set our hands this date: MAY 22, 2001.

This cause came before the shareholders of the corporation on MAY 22, 2001, and was unanimously approved.

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x 
PAUL F. BAKER, President/Director

This Amendment to the Articles of Incorporation Prepared By:
Anthony G. Coleman, Jr., Esq.
3275 West Hillsboro Boulevard Suite 207
Deerfield Beach, Florida 33442
(954) 354-2785
Florida Bar Number 368563

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