POLOCOO 2365 GRAND ISLE GROUP, INC.

Date: October 3, 2001

Subject: Amendment & Add Article of Incorporation

Dear Sir/Madam:

This is the form to add and amend an article of incorporation. Thanking you in advance for your cooperation.

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Lyle Kusler President

Grand Isle Group, Inc.

FILED

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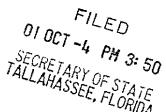
SECRETARY OF STATE
TALLAHASSEF FI SERV

Amend

T BROWN OCT - 8 2001

FROM THE DESK OF LYLE KUSLER
3111 W. DR. M.L.KING BLVD . SUITE 100. TAMPA, FL 33607
TEL: 813 350 7833 • FAX: 813 350 7801

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



GRAND ISLE	G-ROUP,	INC.
	,	

(present name)

(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 (3) is being amended to change the Principal office to: 3111 W. DR. M.L. KING Blvd SUITE 100, TAMPA, FIORIDA 33607

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:

Article (15) is being added to include the names of the officers.

President: LYLE KUSLER

Vice President: IRA RUBIN

SECRETARY LYLE KUSLER

Treasurer: LYLE KUSLER

THIRD:	The date of each amendment's adoption: 10-2-01.		
FOURTH	: Adoption of Amendment(s) (CHECK ONE)		
Z	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	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		
	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 200 day of OCTOBER , 2001.		
Signature Sula Ruola			
-	(By the 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)		
	LYLE KUSLER (Typed or printed name)		
	PRESIDENT (Title)		