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BASIC AMENDMENT

STEPHEN EDWARDS ENTERPRISES, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

STEPHEN EDWARDS ENTERPRISES, INC.

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:

The Articles of Incorporation are amended as follows:

Effective, May 29 2004, there shall be one Director and he shall hold the following Offices:

Stephen Edwards, President/Secretary/Treasurer, 5921 Wildwood Ave., Sarasota, FL, 34231

This Amendment was adopted by a vote of the shareholder on May 29, 2004 and received votes sufficient for its approval.

Dated: August 11, 2004

Sronhan Edwards, Director & President

04 AUG 11 PH 1:50 SECRETARY OF STATE ATLAHASSEE, FLORID