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BASIC AMENDMENT

POD PRODUCTIONS, INC.

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ARTICLES OF INCORPORATION OF

POD PRODUCTIONS, INC. P01000037709

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: Amendments adopted:

ARTICLE I

The name of the Corporation is:

SHARON L. PODWOL, P.A.

ARTICLE II

Nature of the Business & Powers

This corporation may engage in any real estate business permitted under the laws of the United States of America and the laws of the state of Florida.

Without limiting any of the purposes, powers and objects of this corporation. it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of any lawful act or activity for which corporations may be organized under the laws of the State of Florida and accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

SECOND: The date of each amendment's adoption: April 1, 2004.

THIRD: Adoption of amendments

The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 1st day of April, 2004,

Sharon L. Podwol, President

HOUMAN 11057

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