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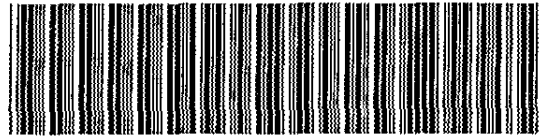
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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LAW OFFICES
OF
Bacon, Bacon & Goddard, P.A.
An Association of Professional Associations

POST OFFICE BOX 18576
2959 FIRST AVENUE NORTH
ST. PETERSBURG, FLORIDA 33733-3576

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FRANK W. GODDARD, P.A.

TELEPHONE 727-327-8935
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November 26, 2002

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: First Articles of Amendment of Redington Group, Inc.

Dear Clerk;

Accompanying please find FIRST ARTICLES OF AMENDMENT OF REDINGTON GROUP, INC. for filing, and a check in the amount of \$35.00 to cover such cost of same.

Please provide confirmation of receipt, acceptance and filing of said document with this office. Thank your for your help and cooperation.

Sincerely,



Tiffany Cassistre,
Legal Assistant to Frank W. Goddard

/TLC
Enclosure (s)

**FIRST ARTICLES OF AMENDMENT
OF
REDINGTON GROUP, INC.**

FILED

02 NOV 27 PM 12: 3

The undersigned Corporation, in accordance with the Florida Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the Corporation is Redington Group, Inc.
2. Article 4 of this Corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:
 4. **CAPITAL STOCK.** The total number of shares of capital stock authorized to be issued shall be Ten Million (10,000,000) shares of common stock.
3. This Amendment was adopted by all Directors and Shareholders on Nov 12 2002.

REDINGTON GROUP, INC.

By: CURTIS G. HAYES, as President

[Corporate Seal]

Attest: CHAD G. HAYES, as Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 12 day of November 2002, by Curtis G Hayes, as President of Redington Group, Inc., a Florida corporation (the "Corporation") in the foregoing instrument, which is a corporation lawfully existing under the laws of the State of Florida; and said person is personally known to me or produced his driver's license as identification, and did acknowledge executing the foregoing instrument freely and voluntarily under the authority duly vested by the Corporation; and the seal affixed to the foregoing instrument is the true corporate seal of the Corporation.

WITNESS my hand and official this 12 day of November 2002.

Debbie M. Gremillion
NOTARY PUBLIC

My Commission Expires:
[Seal]



Debbie M. Gremillion
MY COMMISSION # CC833669 EXPIRES
May 5, 2003
BONDED THRU TROY FAIN INSURANCE, INC.