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BASIC AMENDMENT

QUALITY EXPRESS STORES, INC.

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F204 2 of 2

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Audit # H03000226149 ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF QUALITY EXPRESS STORES, 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 Amendment:

ARTICLE VII Board of Directors

This Corporation shall have One director(s). The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the directors of this Corporation is:

Name and Address CLAY COFFMAN 17015 WINNERS CIR. ODESSA, FL 33556

The Adoption of Amendment(s) was/were adopted by the board of directors on July 3, 2003 without shareholder action and shareholder action was not required.

Signed on July 3, 2003.

Signature¹

CLAY COFFMAN PRESIDENT/DIRECTOR .

¹This form was prepared with the assistance of CourtAccess Centers of America Inc., a non-lawyer located at 3249 W Cypress St., Suite C, Tampa, FL 33607, 813-875-1333.

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