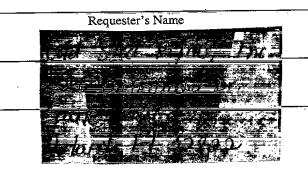
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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(Corporation Name)	(Document #)
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NEW FILINGS	AMENDMENTS
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger Amendment Resignation of R.A., Officer/Director Resignation of Registered Agent Resignation of Resignation of Registered Agent Resignation of Resignat
OTHER FILINGS	REGISTRATION/QUALIFICATION
Annual Report Fictitious Name aron Butler authorized and artitle of officer.	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other
CR2E031(7/97)	Examiner's Initials 10 70100

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

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 VII

We are removing current officers: Jenona Maiyo, Kevin Jefferson, Barry McKnight and Dayne Freeman. Jenona Maiyo and Kevin Jefferson will no longer be apart of the company. Also, we have moved Barry McKnight and Wayne Freeman to be on the company's advisory board committee.

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:

Ite list of the current members and Shares are as follows;

- 1. Robert Pankey- President 51% ownership 2. Sharan Butter-Vice President 16.3% ownership
- 3. Reni Mealle Watson- Secretary 16.3% ownership
- 4. Michael Shvartsman-Treasurer 16.3% ownership

THIRD:	The date of each amendment's adoption: $1/7/2002$	
FOURTH	: Adoption of Amendment(s) (CHECK ONE)	
⊠	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(voting group)	
	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 7th day of January 2002.	
Signature	(By the Chairman of Vice 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)	
	Sharon Butler (Typed or printed name)	
	Vice President	