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BASIC AMENDMENT

A & T TECHNOLOGY, INC.

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Amendment

10/15/03

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
A & T TECHNOLOGY, INC.**

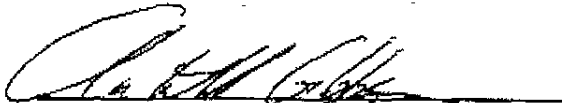
Pursuant to Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of A & T Technology, Inc. (the "Corporation") are amended according to these Articles of Amendment:

FIRST: Article III is amended in its entirety to read as follows:

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one million (1,000,000) shares, of which one million (1,000,000) shares shall be of a class designated as "Common Stock," par value \$0.01 per share. The consideration for the issuance of shares of the Common Stock may be paid in any manner permitted by the laws of the State of Florida.

SECOND: The foregoing amendment was duly adopted by the Board of Directors by written consent dated as of October 7th, 2003, and by the holder of one hundred percent (100%) of the Corporation's outstanding capital stock by written consent on October 7th, 2003, which is a sufficient vote to approve the foregoing amendment.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed this instrument to be effective as of the 15th day of October, 2003.


Antoinette Gibbs, President

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