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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OZ NAY 20 PH 4: 09 SEUKILJAKY OF STATE TALLAHASSEE, PLORIDA

OF

SDI ENTERPRISES, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Steve Djamin

Secretary:

Steve Djamin

Treasurer:

Steve Djamin

SECOND:

Article 5 shall be amended to state:

President:

Steve Djamin

Secretary:

Steve Djamin

Treasurer:

Judith Sandriman

whose addresses shall be the same as the principal address of the Corporation.

THIRD: Article 6 of the Articles of Incorporation states Director(s) as:

Steve Djamin

FOURTH: The Director(s) of the Corporation shall be changed to:

Steve Djamin Virginia Sills Silva Djamin

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 3 May 2002.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 3 May 2002.

Virginia Sills, Chairman of the Board of Directors