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AMEND 52.50

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Cover Letter

Division Of Corporations,

Return address Lori Ricardo 109 Spearfish Lane Jupiter, Fl 33477

Phone# 561-502-3048

Enclosed 35.00\$ filling Fee 8.75 certified copy fee 8.75 Certificate of status

51.510\$ Total

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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)
A meeting of the officers was held this 4 day of April ,2003 ffor the Florida Corporation
Palm Beach Modeling Inc.

All officers adopted the following amendments in accordance with the Florida Business Corporation Act.

- 1: (VIII Directors and Officers) in pursuant to the provisions of section 607.0808 this Florida Corporation adopts not to authorize cummulate voting article(3) and that it being amended, be added to articles of incorporation.
- 2.(x) in pursuant to the provisions of section 607.1002 this Florida Corporation adopts article 8 and that it being amended, be added to articles of incorporation.

SECOND: 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:

THIRD: 7	The date of each amendment's adoption: April 4,2003		
FOURTH: Adoption of Amendment(s) (CHECK ONE)			
<u> </u>	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
ū	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		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
Ø	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signature_	Signed this 4 day of April , 2003		
(By the Chairman or 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)		
	Lorí Ricardo		
(Typed or printed name)			
	Incorporator (P)		
	(Title)		