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MOTIONS ENTERPRISES INC.

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*Amr*  
8/26/09

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MOTIONS 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:** The Officers of the Corporation are stated as:

President:	Shuler Wayne Massey, Sr.
Vice-President:	Shuler Wayne Massey, Jr.
Secretary:	Shuler Wayne Massey, Jr.
Treasurer:	Shuler Wayne Massey, Sr.

**SECOND:** The Officers shall be amended to state:

President:	Shuler Wayne Massey, Sr.
Secretary:	Shuler Wayne Massey, Sr.
Treasurer:	Shuler Wayne Massey, Sr.

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

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**SPIEGEL & UTRERA, P.A.**  
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**THIRD:** The Directors of the Corporation are stated as:

Shuler Wayne Massey, Sr.  
Shuler Wayne Massey, Jr.

**FOURTH:** The Directors of the Corporation shall be amended to state:

Shuler Wayne Massey, Sr.

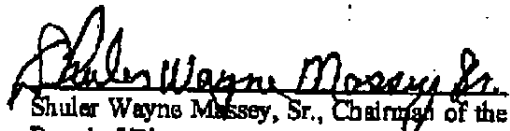
whose mailing addresses shall be the same as the mailing address of the Corporation.

**FIFTH:** The date of the adoption of this amendment is the 18 August 2009.

**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 18 August 2009

  
Shuler Wayne Massey, Sr., Chairman of the  
Board of Directors



**SPIEGEL & UTRERA, P.A.**  
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