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BASIC AMENDMENT

V.I.PET RESORT, INC.

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
V.I.Pet Resort, Inc.
F02000004627**

FIRST

Article concerning officers and directors is hereby amended to read:

The officers and directors of this corporation, are:

President: ANSMARIE PAPARELLA
11712 BINFIELD CT.
Orlando, FL 32837

Vice President: RALPH PAPARELLA, JR.
11712 BINFIELD CT.
Orlando, FL 32837


SECOND

The date of the adoption of this Amendment is the 26th day of August, 2003.

THIRD

This amendment was adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed the 26th Day of August, 2003.


Director

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