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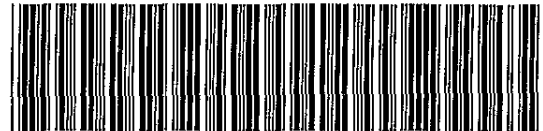
(Business Entity Name)

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03/10/03--01078--006 **35.00

Amend

V SHEPARD MAR 19 2003

RANDY LACEY
403 Harbor Drive North
Indian Rocks, Florida 33785
(954) 577-0901

February 14, 2003

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

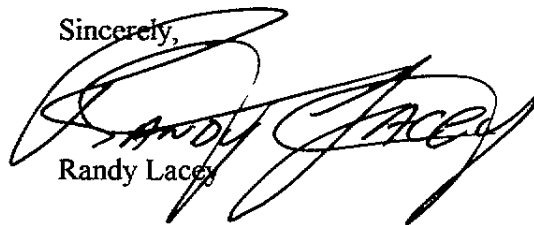
Re: Articles of Amendment

Gentlemen:

Enclosed herewith are the Articles of Amendment for Excalibur Industries, Inc., along with a check in the amount of \$35.00 to cover your filing fee.

Thank you for your assistance in this matter, and if you need anything further, please advise.

Sincerely,



Randy Lacey

Enclosure
/rl

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION**

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Pursuant to the provision of Chapters 617 and 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its Articles of Incorporation.

FIRST: The current name and address of the corporation is:

EXCALIBUR INDUSTRIES, INC.
101425 Overseas Highway, Suite 617
Key Largo, Florida 33037

SECOND: The new address of the corporation is:

EXCALIBUR INDUSTRIES, INC.
1982 SR 44, Suite 198
New Smyrna Beach, Florida 32168

THIRD: RANDY LACEY hereby resigns his office as President and Director of this corporation, and **CAROL PARE** is designated to serve as President and Sole Director of this corporation.

FOURTH: The new registered agent of the corporation is:

CAROL PARE
1982 SR 44
Suite 198
New Smyrna Beach, Florida 32168

FIFTH: The date of the adoption of this Amendment is February 1, 2003.

SIXTH: This Amendment is approved by the President and Sole Director, **CAROL PARE**, as shareholder approval is not required.

Dated: 2/26, 2003.

EXCALIBUR INDUSTRIES, INC.

By: Carol Pare
CAROL PARE
President and Sole Director

I HEREBY UNDERSTAND and accept the responsibilities and duties of the corporate registered agent for EXCALIBUR INDUSTRIES, INC., and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Carol Pare

CAROL PARE

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

THE FOREGOING instrument was acknowledged before me on this 26th day of February, 2003, by CAROL PARE, President and Sole Director and Registered Agent of EXCALIBUR INDUSTRIES, INC., who is personally known to me or who produced the following as identification: personally known to me



(STAMP/SEAL)

Grace Collins

NOTARY PUBLIC