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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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N	NEW FILINGS	<u>AMENOMENTS</u>
	Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
<u>C</u>	OTHER FILINGS	REGISTRATION/QUALIFICATION 2
	Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other

Examiner's Initials UL 4-19

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

RUSSELL SCHEER INC. (present name)

POZOOOO 39576 (Document Number of Corporation (If known)

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)

V.

ADD DIRECTOR -

TIM ROSENSWEIG 1959 N.E. Z3RD TERR.

JENSEN BEACH FL 34957

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment is as follows:

THIRD:	The date of each amendment's adoption: APRIL 13, 2002.
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
<u>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.
	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
	(voting group)
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	Signed this 15 day of Agril, 07.
Dignaturo	(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)
	RUSSELL SCHEER
	(Typed or printed name)
	PRESIDENT
	(Title)