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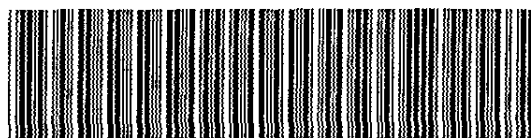
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*Jonya Davriellov gave authorization
to correct the 4th section.
1/17 JB*



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01/15/03--01023--003 **35.00

Amend.

V SHEPARD JAN 17 2003

G & Y PAINTING, INC.

765 NE 173 Terrace
North Miami Beach, Fl 33162

January 13, 2003

Dear Sir or Madam;

Please find enclosed an amendment to the corporation including a \$35 check, our mailing address is 765 NE 173 Terrace North Miami Beach, Florida 33162 and our phone number is 305 761-1181 or 305 586-0500. Thank you in advance.

Sincerely,



Gavriel Gavriellov
President

Phone: 305 761-1181
305 585-0500

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 JAN 15 PM 3:33

G & Y Painting Inc.

(present name)

P02000065807

(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)*

Article III should be ammended to read the purpose for which the corportation is organized is painting.

Please remove the purpose for which the corporation is organized is real estate investment purchase foreclosures fix-up and sell.

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: The date of each amendment's adoption: January 13, 2003

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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.

Signed this 13 day of January, 2003.

Signature



(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)

Gavriel Gavriyelov

(Typed or printed name)

President

(Title)