



- ✓ Income Tax Service
- ✓ Financial & Insurance Services
- ✓ Accounting & Bookkeeping Services

320 Osceola Avenue
Jacksonville Beach, FL 32250
Phone 904/241-2533
Fax: 904/241-1604
www.triplechecktax.com

August 8, 2002

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

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-08/12/02--01030--001
*****70.00 *****35.00

Re: BEAUTIFUL INVESTMENTS, INC.
SANDOVAL & BARNHILL, INC.

To Whom It May Concern:

The enclosed "Articles of Amendment" are submitted add an officer for above referenced corporations. Check #8645 is enclosed for State fees. If you need to speak with me concerning this document please call (904) 241-2533. Please return all correspondence concerning this matter to the following:

Triple Check Income Tax Service, Inc.
320 Osceola Avenue
Jacksonville Beach, FL 32250

Sincerely,

Heather Mitchell

Heather Mitchell

Enclosures:
Articles- 1 set of 2
Check #8645

*For
filed*

ARTICLES OF AMENDMENT

OF

SANDOVAL & BARNHILL, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

SANDOVAL & BARNHILL, INC.

ARTICLE II - TEXT

Pursuant to the Florida General Corporation Act, Chapter 607 of the Florida Statutes, specifically paragraph 607.1006, the aforementioned corporation desires to amend its original Articles of Incorporation by **changing the officers of the corporation.**

ARTICLE III- DIRECTOR AND OFFICERS

The director and officers of the corporation shall be:

Richard W. Sandoval D/P	705 Sandringham Drive Jacksonville, Florida 32225
Kim W. Sandoval VP	705 Sandringham Drive Jacksonville, Florida 32225
Garey Barnhill S/T	1124 Kings Road Neptune Beach, FL 32266

ARTICLE IV- NATURE OF BUSINESS

The specific nature of business to be transacted by this corporation is to engage in services and activities associated with decision making in the public and private sector.

ARTICLE V -REGISTERED AGENT

The registered agent will remain to be Richard W. Sandoval of 705 Sandringham Drive in Jacksonville, Florida 32225.

Signature

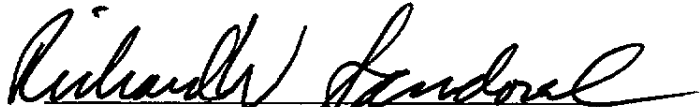

Richard W. Sandoval

ARTICLE VI – AUTHORITY

This amendment was adopted by the provisions of the original Articles of Incorporation wherein said amendment has been voted on and approved by the undersigned sole Director and the shareholders at a Shareholders' meeting held on July 10, 2002.

ARTICLE VII – EFFECTIVE DATE

The effective date of this Amendment shall be July 10, 2002



Richard W. Sandoval, President