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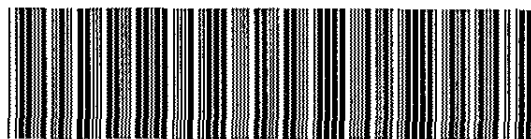
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SECRETARY OF STATE
DIVISION OF CORPORATION
2004 APR 12 PM 1:57

Amendment of Name Change
LFS
4-21-04

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April 8, 2004

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Corporate Records Bureau
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Re: Articles of Amendment to Articles of Incorporation of Revenge
Motorcycle Company

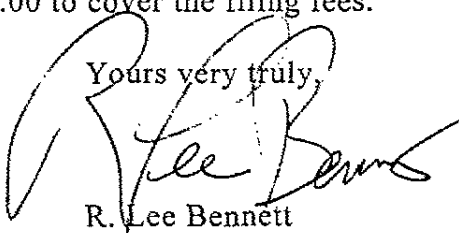
Dear Sir/Madam:

Enclosed are the original and one (1) copy of the Articles of Amendment to Articles of Incorporation of the above-referenced company.

Please file the Articles of Amendment, indicate the filing on the enclosed copy, and return the copy to the undersigned.

Also enclosed is our check in the amount of \$35.00 to cover the filing fees.

Yours very truly,


R. Lee Bennett

RLB:nbc
Enclosures a/s

273211 v1

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
REVENGE MOTORCYCLE COMPANY**

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DIVISION OF CORPORATION
2004 APR 12 PM 1:57

REVENGE MOTORCYCLE COMPANY, a Florida corporation (the "Corporation"), by and through its President, hereby adopts an amendment to its Articles of Incorporation as hereinafter set forth.

1. Pursuant to §607.100⁶ of the Florida Statutes, the Board of Directors of the Corporation and the Shareholder of the Corporation adopted, in accordance with §607.0821 and §607.0704 of the Florida Statutes, on April 6, 2004, the following amendments to the Articles of Incorporation of the Corporation, deleting Article I and Article V. A. in their entirety and substituting therefore the following:

ARTICLE I - NAME

The name of this Corporation shall be:

ECHELON MOTORCYCLE COMPANY

ARTICLE V - CAPITAL STOCK


A. The Corporation is authorized to issue 10,000,000 shares of the voting common stock, no par value.

2. Except as modified hereby, the Articles of Incorporation of the Corporation shall be and remain in full force and effect.

3. The number of votes cast for the amendment by the Shareholders was sufficient for approval, and the Corporation's Shareholders are not divided into different voting groups.

4. The effective date of this amendment shall be the date of filing.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 6th day of April, 2004.


Robert Brown, President