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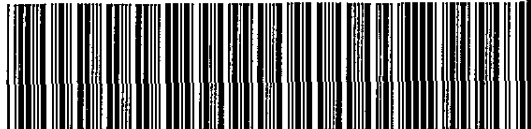
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PINECREST II, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF:

PINECREST II, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to it's articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE FIVE IS BEING AMENDED TO READ: <sup>New Registered Agent,</sup> ROBERT HAYS  
4120 Sunshine Road, Coconut Grove, Florida, 33133

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: NOVEMBER 8, 2002

FOURTH: Adoption of Amendment(s) (check one)

\_\_\_\_\_ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

\_\_\_\_\_ The amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required.

  X   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)}

SIGNED THIS 8th DAY OF November, ~~10~~2002.

BY: \_\_\_\_\_

ROBERT HAYS

TITLE: PRESIDENT

I hereby accept the duties of the Registered Agent: \_\_\_\_\_

Robert Hays

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