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MyCorporation Business Services, Inc.

Toll-Free: 1-888-692-6771 Direct: 818-879-9079

Fax: 818-879-8005 Email: info@mycorporation.com

April 23, 2003

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Heartland Custom Homes, Inc.

Ladies and Gentlemen:

Please find enclosed for filing one original and two copies of the Articles of Amendment of the Articles of Incorporation of Heartland Custom Homes, Inc. Also enclosed is a check in the amount of \$35.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

If you have any questions about the enclosed filing, please contact My Corporation Dot Com at 888-692-6771 ext. 104.

Sincerely,

James L. Greene 149 E. Race St.

Kingston, TN 37763



2003 MAY -2 AM II: 46

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF

HEARTLAND CUSTOM HOMES, INC.

Document Number PO2000123238

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 adopted:

Article IV of the Articles of Incorporation of the above-named corporation is hereby amended to read as follows:

Article IV DIRECTORS:

The names and addresses of the Directors are:

James L. Greene 149 E. Race St. Kingston, TN 37763

Rosemary A. Greene 143 S. Victoria Road Kingston, TN 37763

Misty A. Greene 11903 Cypress Landing Ave. Clermont, FL 34711

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: None.

THIRD: The date of each amendment's adoption: 04/23/03.

FOURTH: The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 29 day of 45 kill , 2003

Signature James L. Greene, Director