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NEW FILINGS	AMENDMENTS		
Profit	Amendment		
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Annual Report			
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Reinstatement

Examiner's Initials

Trademark

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SELLSTATE PRIORITY REALTY NETWORK, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Lynette M. Schwab

Vice-President:

Tina M. Cresswell

Secretary:

Tina M. Cresswell

Treasurer:

Lynette M. Schwab

SECOND:

Article 5 shall be amended to state:

President:

Lynette M. Schwab

Secretary:

Tim J. Schwab

Treasurer:

Tim J. Schwab

whose addresses shall be the same as the principal address of the Corporation.

THIRD: Article 6 of the Articles of Incorporation states Director(s) as:

Lynette M. Schwab Tina M. Cresswell

FOURTH: The Director(s) of the Corporation shall be changed to:

Lynette M. Schwab

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 28 October 2003.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action

was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 28 October 2003.

Lynette M. Schwab, Chairman of the Board of Directors