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BASIC AMENDMENT  
SHELL GAMES 14, INC.

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ARTICLES OF AMENDMENT  
OF  
SHELL GAMES 14, INC.  
DOCUMENT NO. P03000006419

1. Article 6 of the Articles of Incorporation of SHELL GAMES 14, INC. which was filed on January 16, 2003, is hereby amended to Make Daniel Goldstein the Sole director, as follows:

Article VI - BOARD OF DIRECTORS

Daniel Goldstein      9881 SW 2 St, Plantation, FL 33317      President/Secretary

2. The foregoing Amendment was adopted by the Board of Directors without shareholder action, and shareholder was not required, on the 18<sup>th</sup> day of February, 2003.

IN WITNESS WHEREOF, the undersigned, as all of the officers and Directors of the aforementioned corporation have executed these Articles of Amendment this 18<sup>th</sup> day of February, 2003.

  
\_\_\_\_\_  
Daniel Goldstein, Director

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