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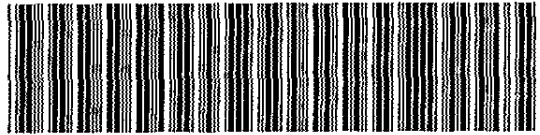
(Business Entity Name)

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Amend

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AR
7/31/03

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
03 JUL 24 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Business Brokers Inc., NA
(present name)

PO30006 13240
(Document Number of Corporation (if known))

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(s) adopted: (Indicate article number(s) being amended, added or deleted)

I: TO record Nick Gugliuzza as President,
Vice President & Secretary of the above
corporation.

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: 7/7/03

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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).*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 15th day of July, 2003

f Signature Nick A. Gugliuzza
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

Nick Gugliuzza
OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

(Typed or printed name)

(Title)

July 7, 2003

Amendment to the Articles of Incorporation of Empire Business Brokers Inc., NA to be adopted as of July 7, 2003:

I, Nick Gugliuzza, am President, Vice President and Secretary of Empire Business Brokers Inc. NA and should be duly reported so on the Articles of Incorporation for the corporate entity registered with the State of Florida in the name of Empire Business Brokers Inc., NA.


Nick Gugliuzza, President