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BASIC AMENDMENT

ZOELEE, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
ZOELEE, INC.

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TALLAHASSEE, FLORIDA

1. Article 1 of the Articles of Incorporation of ZOELEE, INC., is hereby amended in its entirety to read as follows:

"ARTICLE 5

The mailing address of this Corporation shall be:

9396 Pinion Drive, Lake Worth, Florida 33467"

2. The foregoing Amendment was adopted unanimously by all of the shareholders and all of the members of the Board of Directors of the corporation as of the 10th day of February, 2003, in accordance with Florida Statutes Section 607.1003.

3. As amended hereby, the Articles of Incorporation shall be, and remain, in full force and effect.

IN WITNESS WHEREOF, the undersigned President of the corporation has executed these Articles of Amendment to the Articles of Incorporation this 10th day of February, 2003.

ZOELEE, INC.

BY:

Kendra Wilson
KENDRA WILSON

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

ss:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared Kendra Wilson as President of Zoeele, Inc., known to me and known by me to be the person who executed the foregoing Articles of Amendment to the Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 11th day of February, 2003.

Rebecca L. Henderson
(Signature)

(Printed Name)

My Commission Expires:
My Commission No. is:
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