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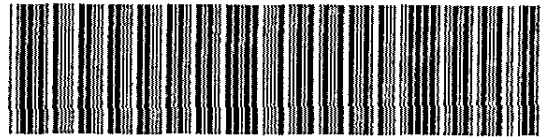
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JAN -6 PM 1:00

FILED

1-12

Transmittal Letter

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 23399

Subject: Amendment to Articles of Incorporation of Clayton, Dunning Group Inc.

Enclosed is an original and one (1) copy of an Amendment of the Articles of Incorporation and a check in the amount of \$35.00.

**Robert C. Lau
2901 South Bayshore Drive, #1E
Miami, FL 33133**

Telephone: 305-445-8776

**Articles of Amendment
to the
Articles of Incorporation
of
Clayton, Dunning Group Inc.**

FILED
05 JAN -6 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


The undersigned Chairman of the Board and Chief Executive Officer of the corporation, acknowledges and files in the Office of the Secretary of State of the State of Florida, the following Amendment, adopted by the shareholders October 15, 2004, to the Articles of Incorporation filed originally filed November 13, 1995:

ARTICLE IV

Shares

The Corporation shall have authority to issue 99,000,000 shares of common stock, par value \$.001 per share, and 1,000,000 shares of blank check preferred stock, par value \$.001 per share.

The Amendment was approved by the Shareholders of the corporation. The number of votes cast for the amendment were sufficient for approval.


Robert C. Lau, Chairman and
Chief Executive Officer