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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
11/14/03

LAW OFFICES  
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Tuesday, November 4, 2003

Via U. S. Mail

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

**RE: Binns, Inc. - Articles of Amendment to Articles of Incorporation  
RSB File No.: 330-01**

Dear Secretary of State:

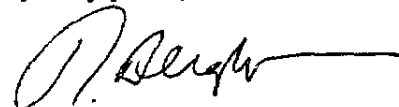
Enclosed please find the following documents to be filed regarding the above-referenced matter:

1. Articles of Amendment to Articles of Incorporation of Binns, Inc.;
2. Officer / Director Resignation for a Corporation; and
3. Our firm's check in the amount of Thirty-Five and 00/100 (\$35.00) Dollars representing the filing fee for the Articles of Amendment.

Once the Articles of Amendment have been filed, please mail the original in the enclosed self-addressed stamped envelope.

Thank you for your cooperation in this matter. If you have any questions regarding the foregoing, please contact me.

Very truly yours,



Richard S. Bergholtz, P.A.

RSB/lwc

Enclosures

cc: Jeanne Soper

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BINNS, INC.

03 NOV -7 PM 2: 58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

*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)*

**ARTICLE VII**

**Jeanne G. Soper**, Director / President - DELETED  
**B. Ellen Soper**, Director / President - ADDED

**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:

Cancel all shares issued to **JEANNE G. SOPER**

**THIRD:** The date of each amendment's adoption: November 3, 2003

**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 3rd day of November, 2003.

Signature: \_\_\_\_\_

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointment fiduciary, by that fiduciary.)

Seanne Soper, President