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COR AMND/RESTATE/CORRECT OR O/D RESIGN BAY HILL JEWELERS, INC.

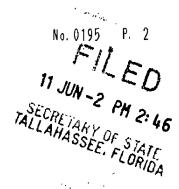
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF BAY HILL JEWELERS, INC.

WHEREAS, the name of the Corporation is Bay Hill Jewelers, Inc.; and

WHEREAS, the Corporation was incorporated pursuant to the provisions of the Florida General Corporation Act on April 4, 2003 and assigned document number P03000038761; and

WHEREAS, the undersigned Corporation, by and through its Directors and pursuant to the provisions of Section 607.1001 of the Florida Statutes, wishes to amend the aforesaid Articles of Incorporation; and

WHEREAS, the Board of Directors and Shareholders at a meeting held on May 31, 2011, unanimously agreed to amend the aforesaid Articles of Incorporation in the manner hereinafter set forth;

NOW, THEREFORE, the undersigned hereby amends the Articles as follows:

1. Article I - Name of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"ARTICLE I - Name

The name of this Corporation shall be: BAY HILL INVESTMENTS, INC."

2. Except as modified herein, the Articles of Incorporation of said Corporation shall be and remain in full force and effect.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 31st day of May, 2011.

BAY HILL INVESTMENT'S, INC., f/k/a Bay Hill Jewelers, Inc. a Florida corporation

Stacev Papp. President