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ROBERT S. THURLOW, P.A.

ATTORNEY AT LAW
CERTIFIED FAMILY MEDIATOR
415 CANAL STREET
NEW SMYRNA BEACH, FLORIDA 32168

ASSISTANTS:
JANE MYERS: FAMILY & CIVIL
DIANE EYRE: ESTATES & PROPERTY
MARJORIE THURLOW, CLIENT SERVICES
GLENDA SNELL: ACCOUNTING

September 22, 2003

PHONE: (386) 424-1530 FAX: (386) 424-1493 E-MAIL. rthurlow@bellsouth.net

FL Department of State Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, FL 32314-6327

RE: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF O'KEEFFE'S UNLIMITED INC.
DOCUMENT NO. P03000091227

Dear Sir/Madam:

Enclosed are the following:

- 1. Original Restated and Amended Articles of Incorporation and one copy
- 2. \$35.00 filing fee
- 3. Return envelope

Please process this document and return a time stamped copy to me for my files.

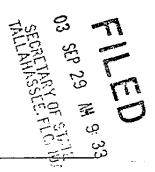
Thank you for your assistance with this request. Should you have any questions, please do not hesitate to call.

Very truly yours,

Robert S. Thurlow

RST:jkm Enclosures cf: Client RESTATED and AMENDED

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



O'KEEFFE'S UNLIMITED INC.

(present name)

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 7 is amended so that the first sentence now reads "The number of Directors constituting the initial Board of Directors is one (1)."

Article 7 is amended to reflect one director as Brian H. O'Keeffe, 2413 Lime Tree_Dr., Edgewater, FL 32141-5017

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: September 26, 2003	
FOURTE	: 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.	
Ε	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	
[The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
5	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
	Signed this 26 day of September 2003	
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
	OR	
	(By a director if adopted by the directors)	
	OR	
	(By an incorporator if adopted by the incorporators)	
	Brian H. O'Keeffe	
	Typed or printed name	
	Director/Incorporator	
Title		