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AMERIE

K PRATHER INC. 2521 JACKSON SQUARE KISSIMMEE, FL 34741 (321) 624-0234

October 1, 2003

Florida Department of State Division of Corporations P O Box 6327 Tallahassee, FL 32314

RE: Articles of Amendment to Articles of Incorporation of K Prather INC.

To Whom It May Concern:

Please process the attached Articles of Amendment for the above-mentioned corporation. We have enclosed a check in the amount of \$35.00 to pay for filing fee.

If you have any questions, please do not hesitate to contact us.

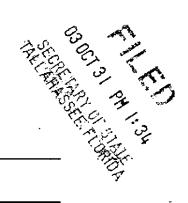
Sincerely,

Kevin A Prather

Incorporator/Registered Agent

Kein Pratles

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



K PRATHER INC.

(present name)

P03000091590

(Document Number of Corporation (If known)

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 V

ADD: KEVIN A PRATHER 2521 JACKSON SQUARE KISSIMMEE, FL 34741 PRESIDENT AND DIRECTOR

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: OCTOBER 29 2003		
	: 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"		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
Z	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
	Signed this 29. day of OCTOBER 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)		
	(Typed or printed name)		
	INCORPORATOR		
	(Title)		