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SECRETARY OF STATE
TALLANASSEE, FLOBINA

702 Ernest Drive Port Orange, FL 32127 (386)761-1311 November 7, 2003 James E. Kennedy

RE: Amendments to Articles of Incorporation -- JD Kennedy Inc.

Division of Corporations,

Please find attached amendments to the articles of incorporation for JD Kennedy Inc. Also attached are copies of the resignation letter changing the officers/board of directors and the letter from James E. Kennedy accepting the appointment.

I would like certified copies of each amendment at \$8.75 each as well as a certificate of status. Enclosed is a check in the amount of \$61.25. If you have any questions, please contact me at the phone number above.

Sincerely,

James E. Kennedy

President - JD Kennedy Inc.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



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 IX Management of the Company

Management of the Company

Replace Deborah A. Kennedy with

James E. Kennedy as

President & secretary

(see copy of resignation letter) Article VII Initial officers and or directors:

Replace Deborah A. Kennedy PD with

Second: (See copy of resignation letter)

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:

NIA

THIRD: T	he date of each amendment's adoption: 1107 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.		
2	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
	Signed this 7th day of November 2003.		
	Signature: (By a director, president or other officer - if directors or officer; have not been selected, by an incorporator - if in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.)		
	James E. Kennedy (Typed or printed name of person signing)		
	Vice President (Title of person signing)		

FILING FEE: \$35

702 Emest Drive Port Orange, FL 32127

November 7, 2003

in reference to: My current position as President and Secretary of JD Kennedy Inc.

Subject: Resignation Letter

Effective November 7th, 2003, I respectfully resign as President and Secretary of JD Kennedy, Inc.

Respectfully,

Luborah a. Kernedy

702 Ernest Drive Port Orange, FL 32127 (386)761-1311 November 7, 2003 James E. Kennedy

RE: Amendments to Articles of Incorporation - JD Kennedy Inc.

As a result of the resignation of Deborah A. Kennedy from JD Kennedy, Inc. as President and Secretary, James E. Kennedy will be appointed to fulfill the obligations of these roles.

I, James E. Kennedy, understand and accept the obligations of the new agent status of President and Secretary for JD Kennedy Inc. and will fulfill such duties beginning November 7th, 2003.

James E. Kennedy

President – JD Kennedy Inc.