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JUN 14 AM 10:47
TALLAHASSEE, FLORIDA
SECURITY DIVISION

6/18

Richard C. Peper, Jr., P.A.
Attorney at Law

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8833 PERIMETER PARK BOULEVARD
SUITE 602
JACKSONVILLE, FLORIDA 32216

June 11, 2004

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

Re: **Catopia Inc.**


Dear Sir:

Enclosed is the Amendment to Articles of Incorporation of **Catopia Inc.** correcting the Articles of Incorporation to correctly state the purpose of the corporation.

Also enclosed is my check in the amount of \$35.00 for the filing fee of the changes.

Should you have any questions, please do not hesitate to contact me.

Sincerely,



Richard C. Peper, Jr.

RCP/shh
Enclosures

AMENDMENT
to
ARTICLES OF INCORPORATION
of

CATOPIA, INC.

FILED
04 JUN 14 AM 10:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE


The initial Incorporator of CATOPIA, INC., hereby files this Amendment prior to the issuance of any shares of stock for said corporation for the purpose of restating Article III of the Articles of Incorporation to correctly state the purpose of the Corporation. Article III of the Articles of Incorporation shall be restated as follows:

ARTICLE III
PURPOSE

This corporation is organized for the purpose of conducting and providing all lawful business in the State of Florida.

This amendment was adopted by the corporation in a resolution approved by the sole Incorporator on June 8, 2004.

DATED this 8th day of June, 2004.

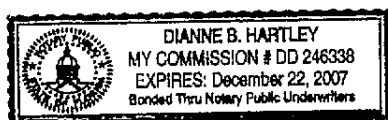


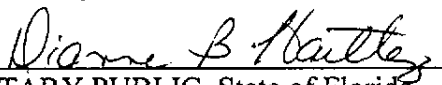
RICHARD C. PEPER, JR.
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD C. PEPER, JR., Incorporator, known to me to be the person who executed the foregoing Amendment, and he acknowledged before me that he executed the same for the purposes therein described.

WITNESS my hand and official seal this 8th day of June, 2004.





NOTARY PUBLIC, State of Florida
at Large
My Commission Expires: