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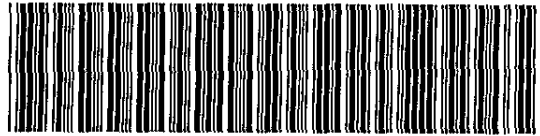
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SECRETARY OF STATE
TALLAHASSEE, FL 32399

G. Goulette NOV 19 2003

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November 5, 2003

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment of D2, Inc.

Dear Sir or Madam:

Enclosed is the original and one copy of Articles of Amendment for D2, Inc., together with our check in the amount of \$35.00. Please file and return a copy in the envelope provided.

Thanking you for your cooperation, I remain,

Sincerely,

OLMSTED & WILSON, P.A.

By: 

David E. Olmsted

DEO/js

**ARTICLES OF AMENDMENT
OF
D2, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of D2, INC., were amended by unanimous vote of the Shareholders and Directors of the corporation on November 5th, 2003, by adding the following Article:


OFFICERS

This corporation shall have the following officers. The names and address of the officers and the offices they will hold are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
DANIEL F. MARTIN	1930 Como Street Unit #2 Port Charlotte, FL 33952	President/Secretary/ Treasurer
DEREK E. OLMSTED	11426 SW Panther View Terr Arcadia, FL 34269	Vice President

The number of votes cast for the amendment were sufficient for approval.

IN WITNESS WHEREOF, the President and Secretary of this corporation has executed these Articles of Amendment this 5th day of November, 2003.


Daniel F. Martin, President/Secretary

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 5th day of November, 2003, by DANIEL F. MARTIN, President and Secretary of D2, INC., on behalf of the corporation, who is personally known to me.

WITNESS my hand and official seal in the county and state last aforesaid, this 5th day of November, 2003.


Notary Public



Ida Jaye Spencer
Commission # DD 026250
Expires June 25, 2005
Bonded Thru
Atlantic Bonding Co., Inc.