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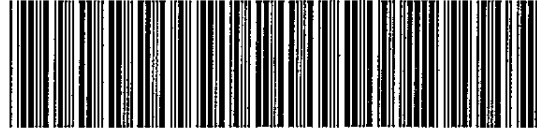
(Business Entity Name)

(Document Number)

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Amend

02/02/04--01111--011 **35.00

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04 FEB -2 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
2/10/04



**BOARD OF DIRECTORS
Officers**

Dr. Roy Phillips
President

Hosea Butler, Jr.
Secretary

Verbert C. Anderson
Treasurer

Members

Reginald Clyne, Esq.

Gerald C. Grant, Jr.

Congresswoman Carrie P. Meek

Garth C. Reeves

Dorothea Stewart

Elaine H. Black
Executive Director

January 23, 2004

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation and a check or money order for filing fees for the following:

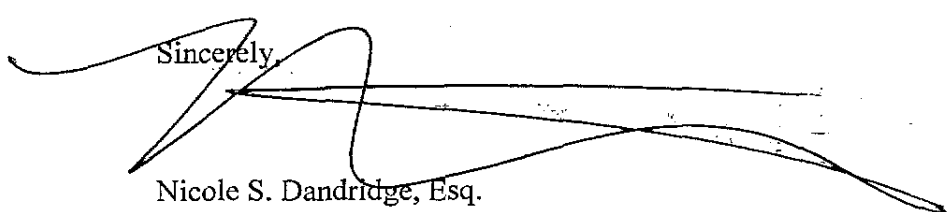
Company name	Amount
PACIFIC GROUP ENTERPRISES, INC.	\$35.00

Please file the amendment and return a copy of the amendment to the following address:

Nicole S. Dandridge, Esq.
Tools for Change
Black Economic Development Coalition, Inc.
6015 NW 7th Ave.
Miami, FL 33127

Please feel free to contact me with any further questions.

Sincerely,


Nicole S. Dandridge, Esq.
Staff Attorney

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
PACIFIC GROUP ENTERPRISES, INC.**

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Chapter 607.1006 et seq. of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is **PACIFIC GROUP ENTERPRISES, INC.**
2. The following amendment to the Articles of Incorporation was adopted by the Board of Directors of the corporation on January 22, 2004, in the manner prescribed by the Florida business Corporation Act:

ARTICLE IV: INITIAL CAPITAL shall hereby be omitted from the articles of incorporation of the above named corporation.

3. The shareholders are not required to vote on the amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, I, JON SCOTT, President and Director of PACIFIC GROUP ENTERPRISES, INC., have signed these Articles of Amendment on this 22 day of Jan, 2004, and acknowledge the same to be my act.


JON SCOTT, President and Director