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May 6, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BUTT QUARTERS, INC.
4411 CLEVELAND AVENUE
FT MYERS, FL 33901

SUBJECT: BUTT QUARTERS, INC.
REF: P03000116726

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BUTT QUARTERS, INC.**

The undersigned, Dale Regnier and David Lageschulte, being the authorized officers and directors of BUTT QUARTERS, INC., a Florida corporation ("Corporation"), document # P03000116726, hereby certify that the following amendment to the Articles of Organization was duly adopted unanimously by all shareholders and officers of the Corporation on the 6th day of May, 2009.

AMENDMENT

The name of this corporation is hereby changed from BUTT QUARTERS, INC., to OWL'S NEST BAHAMAS, INC.

IN WITNESS WHEREOF, I have set my hand and seal this ____ day of May, 2009.

Dale Regnier
Dale Regnier, President

David Lageschulte
David Lageschulte, CEO

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