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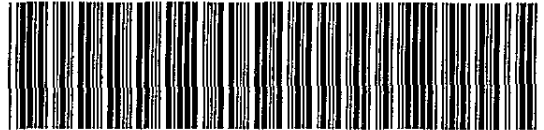
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
JAN 04 2005

TRANSMITTAL LETTER

Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

SUBJECT: JOHN PHILIBERT, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the AMENDED Articles of Incorporation.

Also enclosed is a check made payable to: Florida Department of State in the amount of \$ 52.50 for the filing fee, certified copy and certificate of status.

Please return to: JOHN PHILIBERT, INC.
C/O JOHN PHILIBERT - PRESIDENT
710 N GROVE ST APT B
EUSTIS FL 32726

NOTE: The original and one copy of the AMENDED articles are enclosed.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JOHN PHILIBERT, INC.**

Pursuant to provision of section 607.1006, Florida Statutes, the Florida profit corporation adopts the following articles of amendment to it articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE IV Shares

The aggregate number of shares which the Corporation has authority to issue is 1,500 shares of common stock with no par value.

SECOND: Amendment(s) adopted:

ARTICLE V DIRECTORS/OFFICERS

JOHN PHILIBERT
PRESIDENT/DIRECTOR
710 N GROVE ST APT B
EUSTIS FL 32726

JEAN PHILIBERT
VICE PRES/DIRECTOR
15 S HAWLEY ST
EUSTIS FL 32726

RANDY COOK
OFFICER / DIRECTOR
37015 RANCH RD
EUSTIS FL 32736

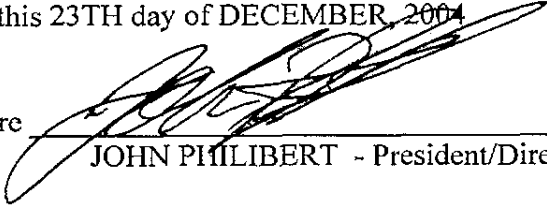
THIRD: The date of each amendment's adoption: DECEMBER 23, 2004.

FOURTH: Adoption of Amendments:

The amendments were adopted by the incorporator(s) without shareholder action and shareholder action was not required.

Signed this 23TH day of DECEMBER, 2004

Signature


JOHN PHILIBERT - President/Director

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