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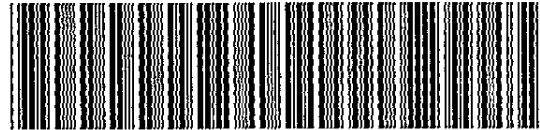
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**ARTICLES OF AMENDMENT**

THESE ARTICLES OF AMENDMENT are filed on behalf of the corporation known as RISE ABOVE, INC., incorporated on December 29, 2003 in Tallahassee, Florida.

1. The following provisions of the Articles of Incorporation of RISE ABOVE, INC., a Florida Corporation, filed in Tallahassee, Florida on December 29, 2003, be and they are amended in the following particulars:

Article 5, "Officers" is hereby amended to read as follows:

The Officers of the corporation shall be:

- Andrew P. Browning            President
- Ben R. Murphy and Peter J. Lansed    Vice President
- Andrew P. Browning    Secretary
- Andrew P. Browning    Treasurer

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2. The foregoing amendments were adopted by the Stockholders and Directors August 10, 2004.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 10 day of Aug., 2004.

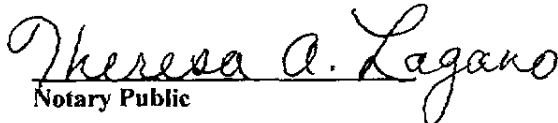
  
\_\_\_\_\_  
Andrew P. Browning-President

  
\_\_\_\_\_  
Andrew P. Browning-Secretary

STATE OF FLORIDA  
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared, Andrew P. Browning, President and Secretary, known to me to be the person executed the foregoing Articles of Amendment and he acknowledged before me that they executed such instruments for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10 day of Aug., 2004.

  
\_\_\_\_\_  
Notary Public