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DIVISION OF CORPORATIONS

BASIC AMENDMENT

LUXEUM CORP.

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TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LUXEUM CORP.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	Diana Furka
Vice-President:	Dean Anderson
Secretary:	John Furka
Treasurer:	Dean Anderson

SECOND: Article 5 shall be amended to state:

President:	Diana Furka
Vice-President:	John Furka
Secretary:	John Furka
Treasurer:	John Furka

whose addresses shall be the same as the principal address of the Corporation.



SPIEGEL & UTRERA, P.A.
LAWYERS

THIRD: Article 6 of the Articles of Incorporation states Director(s) as:

Diana Furka
Dean Anderson
John Furka

FOURTH: Article 6 of the Articles of Incorporation shall be amended to state Director(s) of the Corporation as:

John Furka
Diana Furka

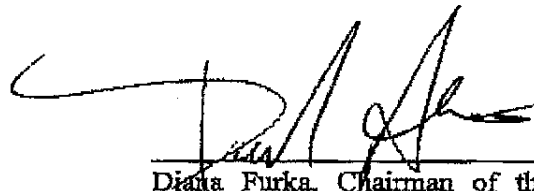
whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 28 June 2005.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 28 June 2005



Diana Furka, Chairman of the Board of Directors



SPIEGEL & UTRERA, P.A.
LAWYERS

www.amerilawyer.com

H05000220127 3

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