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CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

OF

CHARLES T. HARPER, INC.



Charles T. Harper, Inc., a Florida corporation, under its corporate seal and the hand of its President, Charles T. Harper, and Secretary, Charles T. Harper, hereby certifies that:

The Board of Directors and Shareholders of said corporation, at a special joint meeting called and held the 24th day of May, 2004, unanimously adopted the following resolution:

BE IT RESOLVED, by the Board of Directors and Shareholders of Charles T. Harper, Inc., a Florida corporation, that the Articles of Incorporation be amended, changed, and altered effective this day, and upon filling with the Secretary of State, so that it reads as follows:

"ARTICLE VII

The names of the Officers and Directors of the corporation shall be as follows:

Charles T. Harper

President, Secretary, and Director"

IN WITNESS WHEREOF, said corporation has caused this Certificate to be filed in its name by its President and the Corporate Seal to be affixed hereunto this 24th day of May, 2004.

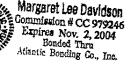
Charles T. Happer, President

Charles T. Harper, Secretary

Charles T. Harper, Shareholder

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

SEAL



My Commission expires; Nov 2, 2004