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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T BROWN JUN 16 2005

TRANSMITTAL LETTER

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

SUBJECT: H-D UNLIMITED, 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 in the amount \$ 52.50 for the filing fee, certified copy and certificate of status.

Please return to: **H-D UNLIMITED, INC.**
C/O WILLARD THOMAS - PRESIDENT
15628 GREATER GROVES BLVD.
CLERMONT, FL 34711

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

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
H-D UNLIMITED 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 V DIRECTORS/OFFICERS

WILLARD THOMAS
PRESIDENT/DIRECTOR
15628 GREATER GROVES BLVD.
CLERMONT, FL 34711

EVELYN MILLER
WT DIRECTOR
15628 GREATER GROVES BLVD.
CLERMONT, FL 34711

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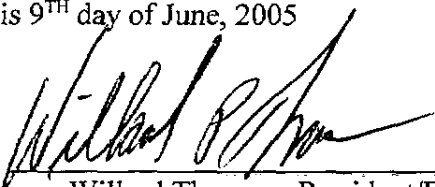
SECOND: The date of each amendment's adoption: June 9, 2005.

THIRD: Adoption of Amendments

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

Signed this 9TH day of June, 2005

Signature



Willard Thomas - President/Director