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BASIC AMENDMENT

SEA QUALITY FISHERIES INC.

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LAZARUS CORPORATION

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PAGE 2

HO4000043215

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION.
Of
SEA QUALITY FISHERIES INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopted the following articles to amend to its Articles of Incorporation.

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AMENDMENT ARTICLE IV

BOARD OF DIRECTORS


This corporation shall have one (1) Director. The number of Directors may either increase or decrease from time to time by action in accordance with the provisions of the by-laws.

The name and addresses of the Director of this corporation is :
**PRESIDENT & SECRETARY ARNALDO ARONOVSKI, OF 1080 94 ST. # 509,
BAY HARBOR, FL. 33154**

DATE OF AMENDMENT'S ADOPTION : FEBRUARY 27TH 2004

The amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this FEBRUARY 27TH 2004



Arnaldo Aronovski
Incorporator

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