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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FLAWLESS IMAGES DECORATIVE STONE, INC.

(present name)

P04000054264

(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added, or deleted)

Article V is amended to:

ADD:

Jeremy Spates – Secretary 5435 Marcia Circle #70 Jacksonville FL 32210

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of Issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: May 14, 2004				
FOURTH	: Adoption of Amendment(s) (CHECK ONE)				
<u>X</u>	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.				
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):				
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"				
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.				
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.				
	Signed this 14th day of May , 2004				
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)				
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)				
	OR				
	(By a director if adopted by the directors)				
	OR				
	(By an incorporaator if adopted by the incorporators)				
Joseph Whitaker					
	Typed or printed name				
	President				
Title					