

P04000066803

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*Amend  
T. Lewis*

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**J. DANIEL BREDE**

**Professional Association**

**Attorney at Law**

Suite 201, East Building  
1900 N. W. Corporate Blvd.  
Boca Raton, Florida 33431

Telephone (561) 241-8996  
Facsimile (561) 241-7859  
jdbrede1@bellsouth.net

May 20, 2004

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Re: Elite FX, Inc.**

Dear Sir/Madam:

Enclosed please find the signed Articles of Amendment to be filed with the Secretary of State, Division of Corporations. A check for \$35.00 is enclosed for filing. Please stamp the duplicate copy filed and return to us in the enclosed envelope.

If you have any questions, please call.

Sincerely,



J. DANIEL BREDE

JDB:jmr  
Enclosures

cc: Mr. Stephen Haley



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

May 24, 2004

J. DANIELS BREDE, ESQ.  
SUITE 201, EAST BUILDING  
1900 N.W. CORPORATE BLVD.  
BOCA RATON, FL 33431

SUBJECT: ELITE FX, INC.  
Ref. Number: P04000066803

We have received your document for ELITE FX, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 204A00036306

**ARTICLES OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION OF  
Elite FX, Inc.**

Pursuant to Florida Statutes Section 607.1003 and 607.0704, the Articles of Incorporation of Elite FX, Inc. are hereby amended pursuant to a written consent in lieu of a meeting executed by the holders of all the Corporation's common stock and all the Corporation's Directors on the 22<sup>nd</sup> day of April, 2004, as follows:

ITEM 1

1. Directors. ARTICLE V is hereby amended to read as follows:

ARTICLE V  
DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation is two (2). The name and street address of the directors of the corporation are as follows:

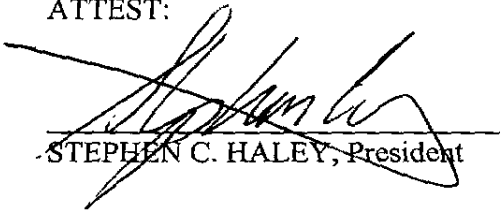
<u>Name</u>	<u>Address</u>
STEPHEN C. HALEY	906 S. W. 36 <sup>th</sup> Court Boynton Beach, FL 33435
LUCILLE SANTINI	2397 Highway 43 South Leona, TN 38468

These Articles of Amendment to the Articles of Incorporation were adopted by the Shareholders with the number of votes cast by such Shareholders being sufficient for approval, and Directors by consent resolution of the 22<sup>nd</sup> day of April, 2004.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 22<sup>nd</sup> day of April, 2004.

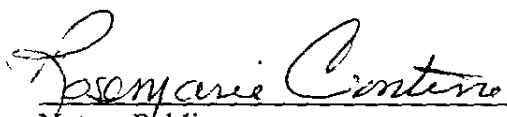
  
STEPHEN C. HALEY, President

ATTEST:

  
STEPHEN C. HALEY, President

STATE OF FLORIDA            )  
  )ss  
COUNTY OF PALM BEACH )

The foregoing instrument was sworn to and acknowledged before me this 20<sup>th</sup> day of May, 2004, by STEPHEN C. HALEY, President of Elite FX, Inc., a Florida corporation, on behalf of the Corporation.

  
Notary Public  
My Commission Expires:



Rosemarie Contino  
Commission # DD 023271  
Expires June 22, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.