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BASIC AMENDMENT

C & F SERVICES OF BREVARD, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

C & F SERVICES OF BREVARD, INC.

Pursuant to the provision 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 of deleted)

ARTICLE VIII: OFFICERS AND DIRECTORS

The names and street addresses of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors are elected, is are:

Clarence F. Fenton, Jr.
982 Pine Walk Court NE, Palm Bay, FL 32905
Florencia Fenton
982 Pine Walk Court NE, Palm Bay, FL 32905

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 follow:

Article VIII. Shall now be amended and read as follows:

ARTICLE VIII: OFFICERS AND DIRECTORS

The names and street addresses of the officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors are elected, is are:

Clarence F. Fenton, Jr.
982 Pine Walk Court NE, Palm Bay, FL 32905
Florencia Fenton
982 Pine Walk Court NE, Palm Bay, FL 32905
Reinerio D. Fenton
982 Pine Walk Court NE, Palm Bay, FL 32905

THIRD: The date of each amendment's adoption November 16, 2004

FOURTH: Adoption of Amendment

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this November 16, 2004

Signature

Clarence F. Fenton, Jr. President/Director