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BASIC AMENDMENT

WINGS OF PORT ST. LUCIE, INC.

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DIVISION OF CORPORATIONS

Amended
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WEST PALM BEACH, FL 33407
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Date: December 9, 2004
To: EFIL
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From: Michael J Posner, Esquire
Re: H04000243221 3
WINGS OF PORT ST. LUCIE, INC.

MESSAGE

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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
WINGS OF PORT ST. LUCIE, INC.**

Pursuant to the provisions of the Florida Business Act, the undersigned acting as incorporator of a Corporation adopted the following Articles of Amendment to the Articles of Incorporation which were previously filed with the Secretary of State on June 11, 2004 under Document Number P04000090772:

First: The following additional articles are hereby incorporated into the Articles of Incorporation as follows:

Article VIII - DIRECTORS

The name and address of the sole person to serve as the initial director until the first election of directors is as follows:

James Tuthill 8391 Ironhorse Court, West Palm Beach, Florida 33412

Mathew Tuthill 8391 Ironhorse Court, West Palm Beach, Florida 33412

Barbara Tuthill 8391 Ironhorse Court, West Palm Beach, Florida 33412

ARTICLE IX - OFFICERS

The name, address and title of the sole person to serve as the officers until the first election of officers is as follows: James Tuthill 8391 Ironhorse Court, West Palm Beach, Florida 33412 President/Secretary

Second: The Amendment was adopted by the Incorporator of the Corporation on the 11th day of June, 2004 without shareholder action, which action was not required.


Dated: June 11, 2004.


Michael J Posner, Incorporator

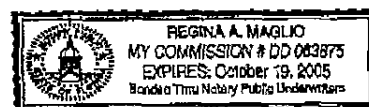
STATE OF FLORIDA; COUNTY OF PALM BEACH

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Michael J Posner, Incorporator, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same. **WITNESS** my hand and official seal in the County and State last aforesaid this 9th day of December, 2004.

Print: Regina A Maglio
My Commission Expires:


Notary Public, State of Florida

Prepared by: Michael J Posner, Esq.
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 525685 ♦ Phone: 561/842-3000



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