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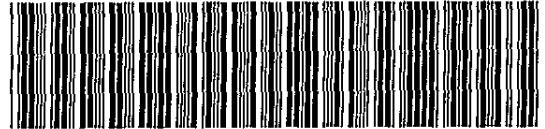
(Business Entity Name)

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MARATHON, FLORIDA 33050
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July 29, 2004

SENT VIA COURIER

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Gentlemen:

Re: Boomei International Company

Enclosed are two copies of Articles of Amendment for the above referenced corporation for filing with the Secretary of State. Please file the enclosed Articles as soon as possible.

Also enclosed is a check in the amount of \$35 made payable to the Secretary of State to cover the applicable filing fees.

Please have one of the enclosed copies file stamped by the Secretary of State and return it to the undersigned in the enclosed envelope. If you have any questions or require anything further with respect to this matter, please call me.

Very truly yours,



Christopher B. Waldera

CBW:MSA

Encs.

ARTICLES OF AMENDMENT
OF
BOOMEI INTERNATIONAL COMPANY

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

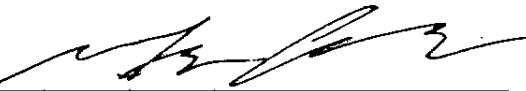
Pursuant to the provisions of section 607.1006, Florida Statutes, BOOMEI INTERNATIONAL COMPANY, a Florida corporation (the "Corporation") hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is BOOMEI INTERNATIONAL COMPANY
2. The Board of Directors of the Corporation adopted resolutions setting forth the proposed amendment to the Articles of Incorporation of the Corporation, declaring said amendment to be advisable and proposed said amendment to the shareholders of the Corporation for consideration thereof.
3. The resolution setting forth the proposed amendment is as follows:

The Corporation shall change its name from BOOMEI INTERNATIONAL COMPANY to 12804 INCORPORATED. by filing Articles of Amendment with the Department of State of the State of Florida.
4. The date on which the amendment was adopted by all of the shareholders of the Corporation in accordance with Florida Statutes § 607.1003 was July 27, 2004.
5. The total number of shares of all stock outstanding and entitled to vote on the amendment was 1,000. The total number of votes cast for approval of the amendment was 1,000.

Signed on this 27th day of July, 2004.

BOOMEI INTERNATIONAL COMPANY

By 
Mark W. Senmartin, President