

NOV-07-04

Division of Corporations

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Fax Number : (850)205-0380

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BASIC AMENDMENT

COX & SMITH ENTERPRISES, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COX & SMITH ENTERPRISES, INC.**

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:

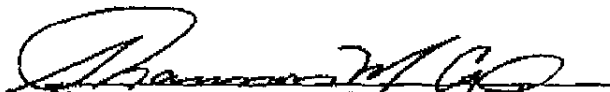
The Articles of Incorporation are amended as follows:

Effective today, November 1, 2004, James Barron has resigned his positions as Director and Vice President, and

Deborah McLaughlin of 4719 30th Avenue East, Bradenton, Florida, 34208, has been appointed as Director and Vice President

This Amendment was adopted by the Directors and did not need the vote of the shareholders for its approval.

Dated: November 1, 2004


Shannon M. Cox, President and Director

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