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CONTACT:	TRICIA TA	<u>DLOCK</u>	
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CORP. NAME:	EPICTIDE :	SOFTWARE, INC.	
(C) ARTICLES OF INCO	DRPORATION	(XX) ARTICLES OF AMENDMENT	() ARTICLES OF DISSOLUTION
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Examiner's Initials

ARTICLES OF AMENDMENT TO

ARTICLES OF INCORPORATION OF

EPICTIDE SOFTWARE, INC.

EPICTIDE SOFTWARE, INC., a corporation organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to the written consent of the sole shareholder and Board of Directors of the Corporation, in lieu of a special meeting, which vote was sufficient for approval, the following resolutions were adopted on November 24, 2004, amending the Articles of Incorporation:

RESOLVED, that Article V of the Articles of Incorporation filed with the Secretary of State of Florida be amended as hereinafter set forth:

"ARTICLE V Capital Stock

This Corporation is authorized to issue 10,000,000 shares of \$.01 par value common stock, which shall be designated Common Shares."

WHEREUPON, at St. Petersburg, Florida, this 24rd day of Noun be 2004, the Corporation has caused its duly authorized officer to execute these Articles of Amendment to Articles of Incorporation so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

By:

Kurt J. Long, President

Kurt J. Long, President

Record Rec