Florida Department of State Division of Corporations

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To:

Division of Corporations

Fax Number : (850)205-0380

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335

: {305;599-0839

Fax Number

: (305)716-0346

BASIC AMENDMENT

BROTHER III PROPERTIES, INC.

Certificate of Status	0
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Page Count	02
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Brotner II Properties, Inc.
(present come)
(Document Number of Corporation (It belows)
Pursuant to the provisions of section 607.1006, Florida Stantes, 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 or deleted)
Delete: Brotner III Properties, Inc.
ADD: BROTHERS III Properties, INC.
Nom + Chonge

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 follows:

THIRD:	The date of each amendment's adoption: 11-29-2004
FOURT	I: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shureholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
Ţ	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	The number of votes cast for the amendment(s) was/were sufficient
	for approval by (voting group)
i	The amendment(s) was/were adopted by the board of directors without shareholder action was not required.
Ţ	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signatur	Signed this 29 day of NOVEMBEV. 2004. By the Chairmon of the Board of Directors, President or other others if adopted by the shapeboldings
	OR
	(By a director if adopted by the directors)
	OR.
	(By an incorporator if adopted by the incorporators)
	WAYNE FOSTEY (Typed or printed name)
	President