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Division of Corporations

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BASIC AMENDMENT

ATLANTIC COAST ENTERPRISES OF BREVARD, INC.

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Amendment  
4/5/05  
DC

ATLANTIC COAST ENTERPRISES OF BREVARD, INC.

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**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF**

**ATLANTIC COAST ENTERPRISES OF BREVARD, INC.**

Pursuant to the provision of section 607.1006, Florida Statutes, 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)*

**ARTICLE VIII: OFFICERS AND DIRECTORS**

The names and street addresses of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors are elected, is are:

Sherry Pipgrass  
606 Gladiola Street, Merritt Island, FL 32952  
John Cicero  
1863 Mosswood Dr., Melbourne, FL 32935

**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 follow:

**Article VIII.** Shall now be amended and read as follows:

**ARTICLE VIII: OFFICERS AND DIRECTORS**

The names and street addresses of the officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors are elected, is are:

John Cicero  
1863 Mosswood Dr., Melbourne, FL 32935

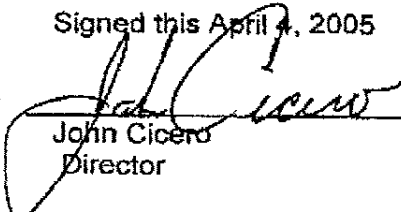
**THIRD:** The date of each amendment's adoption April 4, 2005

**FOURTH:** Adoption of Amendment

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this April 4, 2005

Signature

  
John Cicero  
Director

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