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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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| | | | | Art. of Amend. File | |
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| | | | | Dissolution / Withdrawal | |
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| | | | | Certificate of Fictitious Name | |
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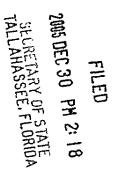
ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

EQUESTRIAN HILLS, INC.



- I, the undersigned, do hereby certify:
- 1. That I am the duly appointed and acting President of EQUESTRIAN HILLS, INC.
- 2. RESOLVED, that Article VIII of the Articles of Incorporation of EQUESTRIAN HILLS, INC., be amended to read as follows:

ARTICLE VIII. DIRECTOR

The name and address of the member of the first Board of Directors is:

BENEDICT JAMES ARCARIO 8960 Southwest SR 200, Suite #1 Ocala, Florida 34476.

2. RESOLVED, that a new Article X be added to the Articles of Incorporation of EQUESTRIAN HILLS, INC., to read as follows:

ARTICLE X. CORPORATE OFFICER

The name of the officers of the company are:

BENEDICT JAMES ARCARIO - President, Secretary, and Treasurer.

4. The foregoing amendment was adopted by all of the directors and stockholders of EQUESTRIAN HILLS, INC., on December 29, 2005.

IN WITNESS WHEREOF, the undersigned President of EQUESTRIAN HILLS, INC., has executed these Articles of Amendment this 29th day of December, 2005.

EQUESTRIAN HILLS, INC.

34: X inched

BENEDICT JAMES ARCARIO,

President

STATE OF FLORIDA COUNTY OF MARION

Before me, the undersigned authority personally appeared BENEDICT JAMES ARCARIO, as President of EQUESTRIAN HILLS, INC., who is personally known to me, and being first duly sworn, he acknowledges to me that the statements contained in the foregoing Articles of Amendment by him subscribed are true and correct and he has executed same as the President of EQUESTRIAN HILLS, INC.

Witness my hand and official seal at Ocala, Florida, this 29 day of December, 2005.

Notary Public, State of Florida

My Commission Expires:

exitrealty.inc\articles.amend

