

PU50000337/4

Carthage INC
3313 gardenia AV
Orlando FL 32805

(City/State/Zip/Phone #)

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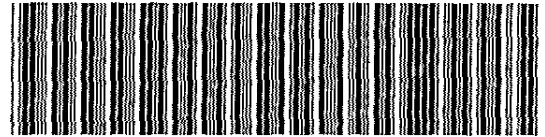
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G. Amund

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
Carthage, Inc.
3313 Gardenia Ave.
Orlando, FL 32805

FILED

05 JUN -9 AM 10:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document # P05000033714

Pursuant to the provisions of section 604.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

Amendments I: The number of shares issued and outstanding are ten thousand, in the following denomination: Sahbi Nabhani 201 Monroe Avenue #47C Maitland, Florida 32751. Ten thousand (10,000) shares of common stock or 100% ownership.

Amendment I has been **adopted to amend Articles III of the Articles of Incorporation** effective May 19, 2005. The amendment was adopted by the board of directors without shareholder action and shareholder action was not necessary.

Amendment II: The names of the officers are as follows:
President/Secretary/Treasurer-Sahbi Nabhani.

Amendment II has been **adopted to amend Articles VIII of the Articles of Incorporation** effective May 19, 2005. The amendment was adopted by the board of directors without shareholder action and shareholder action was not necessary.

Amendment III: The names and addresses of the person who are to serve as the Board of Directors are as follows: Sahbi Nabhani 201 Monroe Avenue #47C Maitland, Florida 32751.

Amendment III has been **adopted to amend Articles X of the Articles of Incorporation** effective May 19, 2005. The amendment was adopted by the board of directors without shareholder action and shareholder action was not necessary.

Signed this 19th day of MAY, 2005.

Signature .

Printed Name SAHBI NABHANI.

Title OFFICER / Director.