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97 APR 19 AH 11: 2 SECKETAIN OF STATE

Amend

TO:

Florida Department of State

Amendment Section Division of Corporations

P.O. Box 6327

Tallahassee, Florida 32314

FROM:

[

Bottom Line Accounting & Tax Services, Inc.

12952 Mallard Creek Drive

Palm Beach Gardens, Fl. 33418

(561) 627-7778

RE' BAILEY REAL ESTATE GROUP, INC. DOC. NO. POSODOD35928

To Whom This May Concern:

Enclosed are the Articles of Amendment to Articles of Incorporation along with our check for \$35.00. We have sent an additional copy to be returned to the above address. Thank You.

OT APR 12 AM 8: 00

ARTICLES OF AMENDMENT

TO.

ARTICLES OF INCORPORATION

OF

FILED 07 APR 19 AM 11: 28 SECRETARY OF STATE TALLAHASSEE, FLORIDA

BAILEY REAL ESTATE GROUP, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

It was resolved by the Board of Directors of Bailey Real Estate FIRST:

Group, Inc. and its officers and stockholders that Cynthia & Donald Todd of 357 Liana Drive, West Palm Beach, Fl. 33415

will not have titles or own any stock or percentage of

ownership of Bailey Real Estate Group, Inc.

The number of shares of stock issued to Stuart Bailey is 50 SECOND:

shares of stock. The percentage of ownership will be 50%.

THIRD: The number of shares of stock issued to Nicole Bailey is 50.

The percentage of ownership will be 50%.

FIFTH: The date of each amendment's adoption was: 1/3/06

SIXTH: Adoption of Amendment(s) (check one)

V The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

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 <u>Stuart Bailey</u>. (voting group)

Signed this 4day of 400, 2000

BAILEY REAL ESTATE GROUP, INC. (Corporation Name)

By (Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director of incorporator if adopted by the directors or incorporators)

Stuart Bailey (Typed or printed name)

PRESIDENT (Title)