Florida Department of State **Division of Corporations**

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To:

Division of Corporations

Fax Number : (850) 205-0380

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 : (305)634-3694 Fax Number : (305)633-9696

BASIC AMENDMENT

GEORGE F. HOPKINS, INC.

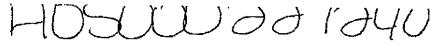
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

GEORGE F. HOPKINS. INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation edopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII - INITIAL BOARD OF DIRECTORS shall be amended to add George F. Hopkins as President.

ARTICLE VII - INITIAL BOARD OF DIRECTORS shall add Donald Proud as Vice-President, 6100 Boulevard of Champions, N. Lauderdale, Florida 33068.

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: September 23, 2005

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FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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"
voting group
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this 23 RD day SEPTEMBON , 2005.
Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
L. GREGORY LOOMAR, EJUJIRE (Typed or printed name)

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