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BASIC AMENDMENT

NUSILL, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF NUSILL INC.

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SLURE FARY OF STAFE ALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607 of the Florida Statutes and the Florida Business Corporation Act, the undersigned hereby provides the following amendment to the Articles of Incorporation of NUSILL, INC., a Florida corporation (the "Corporation").

1. ARTICLE I of the Articles of Incorporation of NUSILL, INC. is amended to read as follows:

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is NUFILL, INC., and its principal office or mailing address is 519 Cleveland Street, #101, Clearwater, Florida 33755.

2. The foregoing amendment was adopted by the Shareholders and Directors of this Corporation on May 26, 2005.

IN WITNESS WHEREOF, the undersigned Chairman of this corporation has executed these Articles of Amendment on June 1, 2005.

GARY W. LYONS, as Chariman

Prepared By: McFarland, Gould, Lyons, Sullivan & Hogan, P.A. Gary W. Lyons, Eaq. FBN: 0268186 311 S. Missouri Avenue Clearwater, Fl 33756 (727) 461-1111