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(Requestor's Name)

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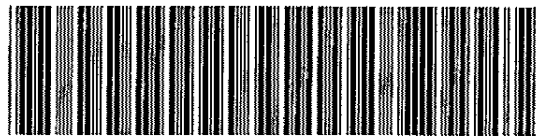
(Business Entity Name)

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FILED
05 AUG 26 PM 4:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

16:00

AUG 29 2005

Handwritten signature/initials

VISIONS REALTY, INC.
534 N. Larry Cir.
Brandon, Fl 33511

July 25, 2005

Florida Department of State
Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Dear Sir/Madam:

Enclosed please find the original and a copy of the Amendment of Articles of Incorporation for VISIONS REALTY, INC.

Also please find enclosed a check payable to the Secretary of State in the amount of \$35.00 which includes filing fees and the filing fees.

Sincerely,

VISIONS REALTY, INC.

Carl B. Gifford
President

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
VISIONS REALITY, INC.**

**FILED
05 AUG 26 PM 4:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA**

A special meeting of the Shareholders of VISIONS REALITY, INC. was held at the hour of 2:00 PM, on the day of the 25th of July 2005 of the Corporation located at Tampa, Florida.

The President and the Secretary of the Corporation acted, respectively, as Chairperson and Secretary of the meeting.

The Chairperson called the meeting to order and the Secretary called the roll of Shareholders entitled to vote.

Those present were the following constituting all of the Shareholders of the Corporation entitled to vote:

Carl B. Gifford Famyr D. Gifford

There being present at the meeting of Shareholders of record holding all of the shares of common stock of the Corporation issued and outstanding which have voting power, the chairperson declared that a quorum was present and that the meeting was duly opened for business.

NOW THEREFORE, pursuant to the provisions of Section 607.1006, the Florida Statutes, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: To change:

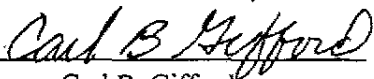
To change the Corporate name of Article I - Name


VISIONS REALTY, INC.

SECOND: To correct Article VI - Initial Board of Directors, Presidents name:

To: Famyr D. Gifford - President

IN WITNESS WHEREOF, we the undersigned have executed these Articles of Amendment on July 25, 2005.

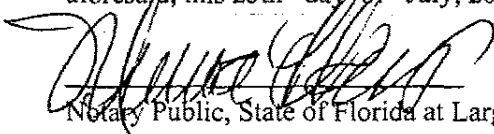

By: Carl B. Gifford
Chairman of Board of Directors


By: Carl B. Gifford
Secretary

State of Florida
County of Hillsborough

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Carl B. Gifford known to me to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 25th day of July, 2005.


Notary Public, State of Florida at Large



Minerva F. Ramos
My Commission DD062574
Expires October 3, 2005