

P05000087731

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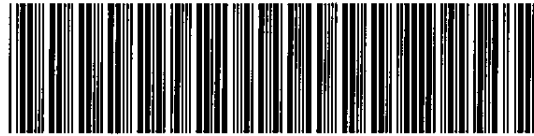
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 OCT 23 PM 1:57



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 16, 2006

THREE BEARS REALTY, INC.
3601 W. COMMERCIAL BLVD.
SUITE 33
FT. LAUDERDALE, FL 33309

SUBJECT: THREE BEARS REALTY, INC.
Ref. Number: P05000087731

We have received your document for THREE BEARS REALTY, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton
Document Specialist

Letter Number: 406A00061415

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
THREE BEARS REALTY, INC.**

FILED
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DIVISION OF CORPORATIONS
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Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted:

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

We are deleting Meyer Pinchassow at 3601 W. Commercial Blvd., Suite 33, Ft. Lauderdale, Florida 33309, as Registered Agent. We are adding Victor Hunt at 3051 N. Course Drive, #701, Pompano Beach, Florida 33069, as Registered Agent.

ARTICLE VI - DIRECTORS

We are deleting the following Directors:

Meyer Pinchassow at 3601 W. Commercial Blvd., #33, Ft. Lauderdale, Florida 33309
Guillermo Navarrete at 6921 N.W. 81 Court, Tamarac, Florida 33321

We are adding the following Director:

Victor Hunt at 3051 N. Course Drive, #701, Pompano Beach, Florida 33069

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: Not applicable.

THIRD: The date of each amendment's adoption: October 20, 2006

FOURTH: Adoption of Amendments:

The amendments were adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this 20th day of October, 2006

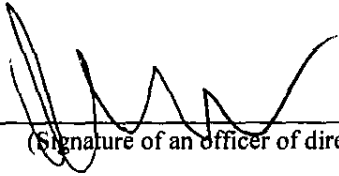
Signature:


Meyer Pinchassow - Director / President

The name and street address of the new registered agent is:

Victor Hunt at 3051 N. Course Drive, #701, Pompano Beach, Florida 33069

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.



(Signature of an officer of director)

Meyer Pinchassow

(Printed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



(Signature of Registered Agent)

10/20/06

(Date)