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THE ASSENT CONSULTING GROUP, INC.

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
THE ASSENT CONSULTING GROUP, INC.**

The undersigned, as President of **THE ASSENT CONSULTING GROUP, INC.**, a Florida corporation (the "Corporation"), desiring to amend the Articles of Incorporation of the Corporation pursuant to Section 607.1006 of the Florida Business Corporation Act, states as follows:

1. The name of the Corporation is **THE ASSENT CONSULTING GROUP, INC.**
2. The Articles of Incorporation of the Corporation are amended by deleting Article II entitled "INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS" in its entirety and inserting the following section in its place and stead:

"ARTICLE II:

The principal place of business and mailing address of the Corporation is 1398 East State Road 436, Suite 104, Casselberry, Florida 32707."

3. The Articles of Incorporation of the Corporation are amended by adding Article VII:

"ARTICLE VII:

The names and titles of the officers of the Corporation are as follows:

Merlin A. Assent
President, Secretary and Treasurer

Kyrk A. Walters
Vice President"

4. The amendment to the Articles of Incorporation of the Corporation was approved by a joint unanimous consent of the board of directors and shareholders of the Corporation on October 9, 2006.

5. The Amendment was approved by unanimous consent of all of the shareholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has executed the Articles of Amendment effective this 9th day of October, 2006.


Merlin A. Assent, President