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COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORPORATION: B. Elliot	Realty, inc.
DOCUMENT NUMBER: PQ500015	58849
The enclosed Articles of Amendment and fee are submi	itted for filing.
Please return all correspondence concerning this matter	to the following:
Blake Janver (Name of Contact	t Person)
B. Elliot Realty	inc.
(Address)	tuy Ste 150-B
BOCA RATON FL (City) State and Zi	33487
For further information concerning this matter, please co	all:
Rlake Janover at (Name of Contact Person)	(S61) 999 S561 ext. 10 (Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount:	
Certificate of Status	\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)
Amendment Section Am Division of Corporations Div P.O. Box 6327 Cli Tallahassee, FL 32314 266	reet Address nendment Section vision of Corporations ifton Building 61 Executive Center Circle Ilahassee, FL 32301



Articles of Amendment to Articles of Incorporation

(Name of corporation as currently filed with the Florida Dept. of State)

P05000158849
(Document number of corporation (if known)
Pursuant to the provisions of section 607.1006, Florida Statutes, this <i>Florida Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:
NEW CORPORATE NAME (if changing):
NA
(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.") (A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")
AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)
On original filing: Bradley Fielding
3269 NW 60th Street
BOCA RATON FL 33432
was appointed as the Director. Inclonger
wish for him to be director or have any affiliation
with the company. I wish to appoint a new director
Julia Rabolli
1005 SW 15th Ave#3
Ft Laurlerdale, FL 33312

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

The date of each amendment(s) adoption: 12/8/2005
Effective date if applicable: 12/8/2005 (no more than 90 days after amendment file date)
Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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.
Signature (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary) Bake Jacober (Typed or printed name of person signing) (Title of person signing)