

Div: SEP. 10. 2009 5:00PM

CAPITAL CONNECTION

NO. 2052

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LEONARD CONNELLY ENTERPRISES, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
LEONARD CONNELLY ENTERPRISES, INC.
(Document Number P06000020771)

TO CHANGE THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO
ISSUE, THE TITLE OF THE OFFICER AND TO ADD AN OFFICER TO LEONARD
CONNELLY ENTERPRISES, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation originally filed February 10, 2006:

Article IV and VII of the corporation's Articles of Incorporation is hereby amended (the "Amendment") in its entirety so as to read, after Amendment, as follows:

ARTICLE IV

The number of shares the corporation is authorized to issue is: 10,000

ARTICLE VII

The officers and/or directors of the corporation are as follows:

Title: CEO (Chief Executive Officer)
LEONARD CONNELLY
7312 Egypt Lake Dr.
Tampa, FL 33614

Title: CEO (Chief Executive Officer)
FRANK GONZALEZ
5317 Taylor Road
Lutz, FL 33558

The Amendment has been adopted by written consent of all of the Directors and Shareholders of the Corporation, pursuant to Section 607.1006, Florida Statutes. The Amendment shall become effective immediately.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Amendment on behalf of the Corporation this 18th day of May, 2009.

Attest

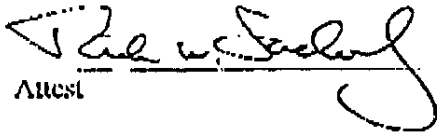
LEONARD CONNELLY, Chief Executive Officer

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CAPITAL CONNECTION

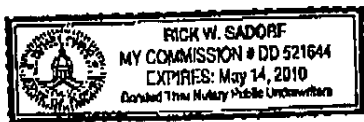
NO. 5052 P. 3



Notary


FRANK GONZALEZ, Chief Executive Officer

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 8th day of May, 2009, by Leonard Connelly and Frank Gonzalez, as Chief Executive Officers, on behalf of the Corporation known as LEONARD CONNELLY ENTERPRISES, INC. who are known to me.




Notary Public - State of Florida
My Commission Expires: _____

**UNANIMOUS CONSENT IN LIEU OF SPECIAL MEETING
OF THE DIRECTORS AND SHAREHOLDERS OF
LEONARD CONNELLY ENTERPRISES, INC.**

This Consent shall be in lieu of a special meeting of all of the Directors and Shareholders of LEONARD CONNELLY ENTERPRISES, INC.

The undersigned, being all of the Directors and Shareholders of LEONARD CONNELLY ENTERPRISES, INC., acting without meeting pursuant to the Bylaws of the Corporation, does hereby consent to the amendment of Article IV and Article VII of the Articles of Incorporation so as to CHANGE THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE, THE TITLE OF THE OFFICER AND TO ADD AN OFFICER TO LEONARD CONNELLY ENTERPRISES, INC., and approve and adopt the foregoing Articles of Amendment.

Dated this 26 day of May, 2009;

LEONARD CONNELLY and LISA
CONNELLY, husband and wife, i/b/c


By: Leonard Connelly


By: Lisa Connelly

FRANK GONZALEZ and DANA MARIE
GONZALEZ, husband and wife, i/b/c


By: Frank Gonzalez


By: Dana Marie Gonzalez