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PAYNE HOLDINGS, INC.

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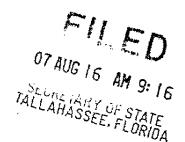
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PAGE 01/03

REGISTRATION SECTION

Fax Audit No.: H07000207035

Articles of Amendment Articles of Incorporation



PAYNE HOLDINGS, INC.

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

P07000047142

(Document number of corporation (if known)

Paramant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

(continued)	.
	 ″
N/A	-
If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisi for implementing the amendment if not contained in the amendment itself. (It not applicable, indicate	
(Attach additional pages if necessary)	No. of the second
	•
	•
*	•
TITLE: COO PETER BATTISTI, 915 HIGH STREET, VICTOR, NY 14584."	-
TITLE: P SETH C. PAYNE, 1765 BEACH AVENUE, ATLANTIC BEACH, FL 32233-5838	the second of th
THE OFFICERS OF THE CORPORATION ARE:	The second secon
READ AS FOLLOWS: "ARTICLE VII	
ARTICLE VII OF THE ARTICLES OF INCORPORATION IS HEREBY AMENDED IN ITS ENTIRETY TO	·
AMENDMENTS ADOPTED-(OTHER THAN NAME CHANGE) Indicate Article Number(and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)	Santtagorta. 2012. Adam di Artigorta
(Must contain the wind "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.	Der entwent find

Fax Audit No: H07000207035

Fax Audit No.: H07080207035

The date of each amendment(s) adoption: AUGUST 15, 2007	****
Effective date if applicable:	
(no more than 90 days after amoredment 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):	Control of the particle of the
"The number of votes cast for the amendment(s) was/were sufficient for approval by	
(voling group)	
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	j transportalista indi Propriodistra
The amendment(s) was/were adopted by the incorporators without shatcholder action and shareholder action was not required.	Policy of the Section
Signature (By a director, president or other officer- if directors or officers have not been spicated, by an incorporator - if in the bands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)	
PETER BATTIST! (Typed or printed name of person signing)	
CHIEF OPERATING OFFICER ("COO")	

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