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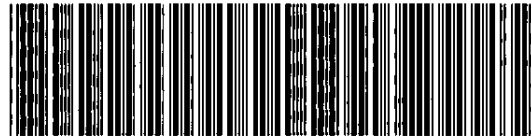
(Business Entity Name)

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TALLAHASSEE, FLORIDA

10 JUN -3 PM 12:45

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*Roberts JUN 04 2010

ATTORNEY AT LAW
ROBERT E. WIGGINS
ROBERT EDWARD WIGGINS, P.A.

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SEMINOLE, FLORIDA 33776-3402

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June 1, 2010

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

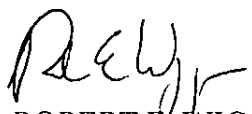
**RE: Nuera Filmworks, Inc.
Articles of Amendment**

Dear Sirs:

Enclosed please find the Articles of Amendment of NUERA FILMWORKS, INC. and check #2305 in the amount of Thirty Five Dollars (\$35.00) for the filing fee.

Thank you and if you have any questions, please do not hesitate to contact me.

Sincerely yours,



ROBERT E. WIGGINS

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Enclosures

**ARTICLES OF AMENDMENT
OF
NUERA FILMWORKS, INC.**

FILED
10 JUN -3 PM 12:45
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned president and director of NUERA FILMWORKS, INC., pursuant to the Florida Business Corporations Act and by authority of the board of directors and shareholder does hereby adopt, affirm and ratify the following Articles of Amendment:

**ARTICLE V
CAPITAL STOCK**

This corporation is authorized to issue Ten Million (10,000,000) shares of One Dollar (\$1.00) par value common stock.

The shareholder and Corporation director have adopted these amended Articles on the 1st day of June 2010.

IN WITNESS WHEREOF, the President and Director has hereunto affixed his signature on this 1st day of June 2010.



ROBERT E. WIGGINS, President and Director