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Amend Thereis 9-2-08

Katherine A. Strong

7067 County Road 561 B - Bushnell, Florida 33513

Telephone 352-603-1192 Tacsimile 352-569-5365

August 25, 2008

Department of State // Division of Corporations // Corporate Filings Post Office Box 6327 Tallahassee, Florida 32314

RE: Strongside Arms, Inc. FEIN: 26-2977293

To Whom It May Syncein:

Please find enclosed an original copy of the "Amendment to Articles of Incorporation" for the above referenced Florida for profit corporation. I respectfully request that the amendment be recorded the effective date of declaration and adoption by the board of directors and officers of the corporation. Enclosed is a check in the amount of \$35.00, as required for the filing and/or recording fee:

Thank you for your immediate attention to this very important matter. Should you have any questions, or if I may be of further assistance, please do not nesitate to contact me.

Respectfully

Katherine A. Strong

Enclosure(s):

Check for \$35.00 Amendment for Strongside Arms, Inc.

cc Strongside Arms, Inc.

Emiliary:

FILED

AMENDMENT TO ARTICLES OF INCORPORATION

FOR

STRONGSIDE ARMS, INC.

2008 AUG 27 PM 3: 52

SECRETARY OF STATE TALLAHASSEE, FLORIDA

IT IS HEREBY DECLARED, after designation by the board of directors, stockholders, officers, directors, owners and all interested and viable parties, an agreement to amend the previously issued Articles of Incorporation, as follows:

ARTICLE FIVE.

CAPITALIZATION

The total number of shares that the corporation is authorized to issue is 100 shares, and all such shares are to have a par value, and the aggregate par value of all such shares is hereby amended from one dollar (\$1.00) to one thousand dollars (\$1,000.00) per share. The number of shares and ownership as previously stated and expressed as follows:

Katherine A. "Kathy" Strong,

50% share value (currently 51 shares)

Michael L. "Mike" Strong

50% share value (currently 49 shares)

To be amended and corrected to be expressed as follows:

Katherine A. "Kathy" Strong

50% share value (currently 50 shares)

Michael L. "Mike" Strong

45% share value (currently 45 shares)

Russell C. "Russ" Peeples, III

5% share value (currently 5 shares)

Concurrent with the purchase of the above referenced shares by Russell C. "Russ" Peeples, III, on or about August 21, 2008, in the amount of \$5,000.00 (five thousand dollars).

ARTICLE SIX.

OFFICERS AND DIRECTORS

The following are the names and residences of the persons appointed officers and/or directors until their successors are elected and qualified, as previously defined:

Katherine A. Strong

PRESIDENT

7067 County Road 561B,

Bushnell, FL 33513

Michael L. Strong

VICE PRESIDENT

7067 County Road 561B, Bushnell, FL 33513 And shall be amended to read as follows:

Katherine A. Strong

PRESIDENT

7067 County Road 561B, Bushnell, FL 33513

Michael L. Strong

VICE PRESIDENT

7067 County Road 561B,

Bushnell, FL 33513

Russell C. Peeples III

DIRECTOR

Post Office Box 2005, Bushnell, FL 33513

THE EFFECTIVE DATE of the adoption of this amendment is Thursday, August 21, 2008, occurring during a special meeting at 7067 County Road 561B, Bushnell, Sumter County, Florida. All eligible directors, stockholders, officers, directors, owners and/or interested parties were present and in agreement, as evidenced by the meeting minutes on file at the corporation's principal office.

ADOPTED this 21st day of August, 2008.

SIGNED:

KATHERINE A. STRONG

SIGNED:

MICHAEL L. STRONG

SIGNED:

RUSSELL C. PEEPLES III

WITNESS: Tim other & Carpenter

WITNESS: ____