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Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
THOROUGHbred MANAGEMENT GROUP, INC.**

Pursuant to Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of **THOROUGHbred MANAGEMENT GROUP, INC.**, a Florida professional corporation (the "Corporation"), are hereby amended according to these Articles of Amendment:

FIRST: The name of the Corporation is **THOROUGHbred MANAGEMENT GROUP, INC.**

SECOND: "Article VII" of the Articles of Incorporation is amended in its entirety to read as follows:

"ARTICLE VII

The officers and directors of the Corporation are:

James Crownover: Director, President
2250 NW 114th Ave
Building 1P, Suite 1229
Miami, FL 33172

J. Michael De Leo: Director, Vice-President
2250 NW 114th Ave
Building 1P, Suite 1229
Miami, FL 33172

Daniel Rodriguez: Secretary
11822 SW 98th Court
Miami, FL 33176

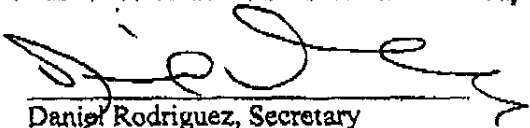
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THIRD: The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

FOURTH: The foregoing amendment was adopted by written consent of the Shareholders on October 2, 2010, constituting a sufficient number of Shareholder votes to approve the amendment.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 11th day of October, 2010.


Daniel Rodriguez, Secretary

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