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BRICKELL ENERGY, INC.

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF BRICKELL ENERGY, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, Brickell Energy, Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is Brickell Energy, Inc.

ARTICLE II
Amendment

Article IV of the Articles of Incorporation of the Corporation shall be amended in its entirety to read as follows:

"ARTICLE III
Shares

The Corporation shall have authority to issue 1,000,000 common shares with a par value of \$0.01 per share.

ARTICLE III
Date of Adoption

The amendment was adopted by the Corporation's directors and shareholders on October 08, 2009.

ARTICLE IV
Manner of Adoption

The amendment was duly approved by the initial and sole director of the Corporation, such vote being sufficient for approval since no shares have yet been issued to any shareholders as of this time.

Dated this 08 day of October, 2009.

BRICKELL ENERGY, INC.
a Florida corporation

By: [Signature]
Name: ALEXANDER BURGANA
Title: DIRECTOR