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Brenda K. Holland

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SANIBEL-CAPTIVA HOLDINGS, INC.**

SANIBEL-CAPTIVA HOLDINGS, INC., a Florida corporation (the "Corporation"), whose Articles of Incorporation were originally filed with the Florida Department of State on March 15, 2011 (Florida Division of Corporations Document Number P11000025893), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Article IV in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE IV
CAPITAL STOCK

The aggregate number of shares of stock authorized to be issued by this corporation shall be 5,000,000 shares of common stock, each with a par value of \$.001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the Corporation upon liquidation or dissolution."


2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1. above has been duly adopted in accordance with the provisions of Sections 607.0820, .0701, .1003 and .1006, Florida Statutes, the directors and shareholders of the Corporation having held meetings on February 18, 2014 and March 19, 2014, respectively, manifesting their intention that the amendment be adopted. The amendment was adopted by the shareholders and the number of votes cast for the amendment by the shareholders was sufficient for approval.

[signature page to follow]

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President effective March 19, 2014.

SANIBEL CAPTIVA HOLDINGS, INC.

By: 
Donald "Chip" Lesch, President