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SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAY -4 AM 10:00

Ps 5/9/06
Amend

LAW OFFICE OF

THOMAS H. YARDLEY

THOMAS H. YARDLEY
♦
CAROLE SUZANNE BESS
♦
JAN L. MIRON

WOODLAND COMMONS
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COCOA, FLORIDA 32922

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May 2, 2006

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**RE: Safe Fueling Equipment, Inc.
Articles of Amendment**

Dear Sir/Madam:

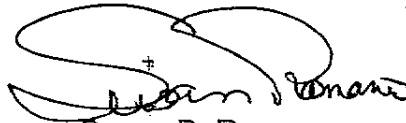
Enclosed please find the following:

1. Articles of Amendment to Articles of Incorporation; and
2. Check in the amount of \$35.00 for the filing fee.

Upon processing, please return the letter of acknowledgment to our office.

Thank you for your assistance in this regard. If you have any questions, please feel free to contact me.

Yours sincerely,



Susan B. Romano
Paralegal

:sbr

Enclosures as stated

cc: Joanne Abernathy (w/copy of encl.)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SAFE FUELING EQUIPMENT, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAY -4 AM 10:00

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(Document number of corporation)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

AMENDMENTS ADOPTED:

ARTICLE 6: DIRECTORS

The name and address of the Directors of the Corporation shall be:

Joanne Tipton Abernathy (f/k/a Joanne T. Edwards)
4700 Lime Street
Cocoa, Florida 32926

Ralph Gregory Abernathy
4700 Lime Street
Cocoa, Florida 32926

The date of amendment adoption: March 10, 2006

Adoption of Amendment(s) (CHECK ONE)

_____ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

_____ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(Voting group)

X

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 13 day of March, 2006.

A handwritten signature in black ink, appearing to read 'Joanne Tipton Abernathy', written over a horizontal line.

JOANNE TIPTON ABERNATHY
President/Director