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From:

Account Name : MIDLAND ENTERPRISES, INC./PA ASSOCIATES
Account Number : I19990000034
Phone : (954) 565-7723
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BASIC AMENDMENT

A ROOM WITH A VIEW, INC.

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TALLAHASSEE, FLORIDA

May 13 03 11:25a

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1030001928354

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
A ROOM WITH A VIEW, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Articles of Incorporation.

FIRST: Amendment(s) adopted:

Article VI: Board of Directors: Directors are amended to note the resignation of Marcus Mars, former known as Mark Freed as Director and President.. The name and the address of the Corporation's Director is:

Name:	Address
Richard Parker	809 Victoria Park road, Fort Lauderdale, FL 33304

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Amendment to the Subscribers - Shall be amended to reflect the changes in the shareholding and shall be as follows:

Name	Address	Shares	%
Richard Parker	809 Victoria Park road, Fort Lauderdale, FL 33304		100

THIRD: The date of each amendment's adoption: May 13, 2003

FOURTH: Adoption of Amendment(s):

X The amendments were approved by the board of Directors without shareholder action and shareholder action was not required.

Signed this 13 day of May, 2003



Signature
Richard Parker
Chairman of the Board of Directors,

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