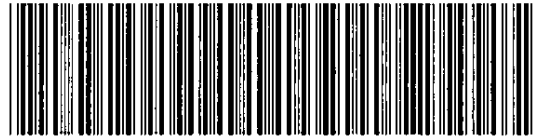


P95000007843



500129666155

Amend

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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2008 MAY 19 PM 4:36
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TALLAHASSEE, FLORIDA

AIR
5/19/08



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 575715 7616874
AUTHORIZATION : *Susie Knight*
COST LIMIT : \$ 43.75

ORDER DATE : May 19, 2008
ORDER TIME : 11:52 AM
ORDER NO. : 575715-005
CUSTOMER NO: 7616874

DOMESTIC AMENDMENT FILING

NAME: DISTRIBUTION MANAGEMENT
SERVICES, INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER'S INITIALS: _____

Articles of Amendment
to
Articles of Incorporation
of

FILED

2000 MAY 19 PM 4:36

Distribution Management Services

(Name of corporation as currently filed with the Florida Dept. of State)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000007843

(Document number of corporation (if known))

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

NEW CORPORATE NAME (if changing):

Not applicable

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

Establishment of Class "A" Preferred Stock: A voting, no par value class of preferred stock will be established with 10,000,000 (ten million) shares.

Increase in Common Stock: Current number of common stock (50,000,000) will be increased to 750,000,000 shares with a \$0.0001 par value.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

Not applicable.

(continued)


The date of each amendment(s) adoption: May 12, 2008

Effective date if applicable: Immediately
(no more than 90 days after amendment file date)

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)
- 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.

Signature 
(By a director, president or other officer, if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Leo Greenfield
(Typed or printed name of person signing)

President / CEO
(Title of person signing)

FILING FEE: \$35