

P95000056550

(Requestor's Name)



455 EDGEWOOD AVE. S.  
JACKSONVILLE, FL 32205

PICK-UP     WAIT     MAIL

(Business Entity Name)

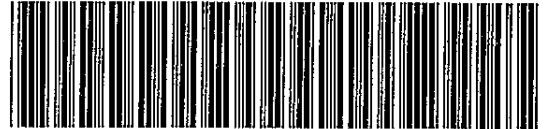
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FILED  
03 AUG 26 PM 12:30  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

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SOUTHERLAND ENTERPRISES, INC.

(present name)

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P95000056550

(Document Number of Corporation (If known))

*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: *(indicate article number(s) being amended, added or deleted)*

- ARTICLE IV SECTION 1. OFFICERS ( See the Attached Minutes)
- ARTICLE IV SECTION 3. RESIGNATION (See the attached Minutes/Statement)

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**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:

- ARTICLE VIII SECTION 1. SHARES (See the attached Minutes)

**THIRD:** The date of each amendment's adoption: First and Second Amendment date June 30, 2003

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

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

Signed this 22nd day of AUGUST, 2003

Signature   
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Janie D. Southerland

Typed or printed name

President

Title

MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS  
SOUTHERLAND ENTERPRISES INC  
MONDAY, JUNE 30, 2003


A special meeting of the Board of Directors was held on Monday, June 30, 2003, at 455 S Edgewood Ave, Jacksonville, Florida.

With all concerned being present, the following was discussed:

- 1) To hear the request from James A. Southerland to resign as President of the company with valid reasons due to a decline in health and inability to continue with the stress and strain and demand of the position.
- 2) To accept his agreement to appropriate twenty, (20) hours per week, (not to exceed two, (2) months, dedicated to the advising and consulting necessary for a smooth transition in the best interest and continuation of the business for which it was incorporated.
- 3) To appoint the following to serve on the Board of Directors in the following positions: Janie D. Southerland, President, Jeffrey D. Southerland, Vice President, Jeanine A. Southerland, Secretary/Treasurer.
- 4) That the number of shares of the corporation which has been set forth as 100, now be held by the President, Janie Southerland until payment is received from a anyone who will pay in whole or in part for such shares..

Resolved, that these Minutes shall constitute full ratification by the Directors and that amendments should be filed in accordance with Division of Corporations, section 607.1006.

With no further business to come before the Board, the meeting was adjourned.

  
Janie D. Southerland, President

  
Jeanine A. Southerland, Secretary/Treasurer.

This Date 06/30/03

**OFFICER / DIRECTOR RESIGNATION**

**EFFECTIVE JUNE 30, 2003, I, JAMES A. SOUTHERLAND SR,**

**HEREBY RESIGN AS**

**PRESIDENT OF SOUTHERLAND ENTERPRISES INC, A**

**CORPORATION ORGANIZED UNDER THE LAWS OF THE**

**STATE OF FLORIDA AND AFFIRM THAT THE CORPORATION**

**HAS BEEN NOTIFIED IN WRITING OF THE RESIGNATION.**

  
SIGNATURE

06/30/03  
DATE

**CORPORATE SEAL**