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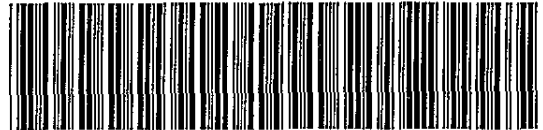
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Amend

FILED
03 APR 22 PM 4:00
TALLAHASSEE, FLORIDA

*APR
4/25/03*

LAW OFFICES
STEIN, ROSENBERG & STEIN
Professional Association
SEVENTH FLOOR
4875 NORTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33308

JACK STEIN
ARTHUR R. ROSENBERG
CRAIG D. STEIN

OF COUNSEL:
KURT D. ZIMMERMAN, P.A.
HAROLD S. BOFSHEVER

(954) 772-5151
FAX (954) 772-4224

April 17, 2003.

Secretary of State
Divisions of Corporations
409 East Gaines Street
Tallahassee, FL 32301

RE: Royal Asset Management, Inc.

Gentlemen:

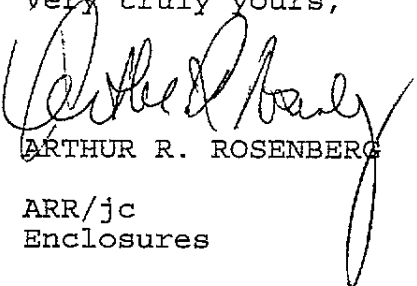
Enclosed herein please find the following document with regard to the above referenced matter:

1. Articles of Amendment.

I have also enclosed herein a check in the amount of \$35.00 to cover the costs for same.

Should you have any questions, please feel free to contact my office.

Very truly yours,



ARTHUR R. ROSENBERG

ARR/jc
Enclosures

ARTICLES OF AMENDMENT

ROYAL ASSET MANAGEMENT, INC.

FILED

03 APR 22 PM 4:00

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above named Corporation are hereby amended as follows:

TALLAHASSEE, FLORIDA

1. Article VIII is hereby amended to read as follows:

ARTICLE V - BOARD OF DIRECTORS

The names and street addresses of the Board of Directors, who, subject to the provisions of these Articles of Incorporation, shall hold office for the calendar year 2003 or until their successors are elected and shall have qualified, are the following:

NAME

IRENE TREMATERRA
JOHN TREMATERRA

2. Article VIII is hereby added as follows

ARTICLE VIII - OFFICERS

The names of the Officers, who, subject to the provisions of these Articles of Incorporation, shall hold office for the calendar year 2003 or until their successors are elected and shall have qualified, are the following:

NAME

TITLE

JOHN TREMATERRA

President, Secretary, Treasurer

IRENE TREMATERRA

VICE- PRESIDENT

2. The foregoing amendment was adopted by written consent of all the Stockholders and Directors entitled to vote thereon, pursuant to Florida Statutes §607.1003, at a meeting held on the 9 day of April, 2003.


IRENE TREMATERRA

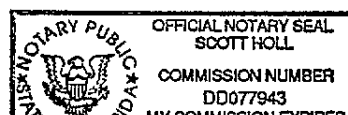
STATE OF FLORIDA)
 : ss
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 9 day of April 2003, by IRENE TREMATERRA, Director and Shareholder of ROYAL ASSET MANAGEMENT, INC., a Florida corporation, on behalf of the corporation.


NOTARY PUBLIC

My commission expires:

Jan 5, 2006



CERTIFICATE OF SECRETARY

I, the undersigned Sole Director of ROYAL ASSET MANAGEMENT, INC., hereby certify that a Meeting duly held on the 9th day of April, 2003, at which I was present, the following resolution was unanimously adopted:

RESOLVED, the following individuals were named as the Directors and Officer of the Corporation for the following year or until their successor are appointed:

DIRECTORS

NAME

IRENE TREMATERRA

JOHN TREMATERRA

OFFICERS

NAME

JOHN TREMATERRA

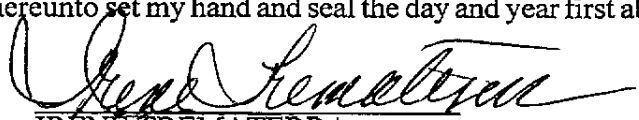
IRENE TREMATERRA

TITLE

President, Secretary, Treasurer

VICE- PRESIDENT

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.


IRENE TREMATERRA

STATE OF FLORIDA)
 : ss
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 9th day of April, 2003, by IRENE TREMATERRA, Sole Director of Royal Asset Management, Inc., a Florida corporation, on behalf of the corporation, who is personally known or had produced _____ as identification.


NOTARY PUBLIC

My commission expires:

Jan 5, 2006

