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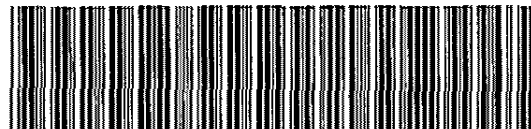
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DIVISION OF CORPORATION
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Amendment
LTS
5/27/04

Law Offices
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PENTHOUSE 4 • CITICENTRE
290 NW 165TH STREET
MIAMI, FLORIDA 33169

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May 20, 2004

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(305) 945-7600

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Prowler Recovery, Inc.

TO WHOM IT MAY CONCERN:

Enclosed you will find the following:

- 1) Article of Amendment to Articles of Incorporation of Prowler Recovery, Inc.;
- 2) Check in the amount of \$35.00 for filing fee regarding the enclosed Articles.

Thank you.

Very truly yours,


James A. Horland

FILED
SECRETARY OF STATE
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**ARTICLE OF AMENDMENT TO ARTICLES OF INCORPORATION
OF PROWLER RECOVERY, INC.**

1. The name of the Corporation is Prowler Recovery, Inc.
2. The Articles of Incorporation are amended to provide as follows:
The number of Directors constituting the Board of Directors shall be two.
3. This Amendment was recommended by the Board of Directors to the Corporation Shareholders on May 14, 2004.
4. This Amendment was approved by the Shareholders of all the Corporation's issued and outstanding common stock, which is the only group of the Corporation Shareholders entitled to vote on this Amendment and the number of votes in favor of the Amendment was sufficient for approval.

IN WITNESS WHEREOF, Prowler Recovery, Inc. has caused these Articles of Amendment to be executed on this 14 day of May 2004.

PROWLER RECOVERY, INC.

BY: Heath Stern
Heath Stern, President