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ALL-STATE HYBRIDS, INC.

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Amend

T. Roberts APR 12 2007

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**ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF ALL-STATE HYBRIDS, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation, ALL-STATE HYBRIDS, INC. (P97000054009) adopts the following Articles of Amendment to its Articles of Incorporation.

Article I. Amendment

The Articles of Incorporation of the Corporation are amended as follows:

Article V. Capital Stock

The Corporation shall have the authority to issue 50,000,000 shares of common stock, par value \$.0001 per share.

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Article II. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted April 10, 2007 by the Board of Directors.

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

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Article III. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

ALL-STATE HYBRIDS, INC.

By: _____

Name: J. PAUL HINES

Title: PRESIDENT

Date: APRIL 11th 2007

Corporate Creations International Inc.
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