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Account Name : CHRISTOPHER K. CASWELL, P.A.

Account Number : 105205003431 Phone : (941)366-7727

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BASIC AMENDMENT

MEB CAPITAL, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

MEB CAPITAL, INC.

Pursuant to applicable provisions of the Florida Statutes, the undersigned entity adopts the following Articles Amendment to its Articles Of Incorporation:

FIRST:

The date of filing of the articles was November 5, 1997.

SECOND:

Amendment(s) adopted: Effective immediately, Article Eight is deleted and the following new Article Eight is added in its place:

EIGHT: Officers and Directors. The following shall serve as officers and directors of the figure mill their resignation or termination in accordance with the bylaws: Article EIGHT: Officers and Directors. The following shall serve as officers and directors of the corporation until their resignation or termination in accordance with the bylaws:

Marjoric E. Beg

Director, President, Secretary, Treasurer

M.A. Beg

Director, Vice President

Jeffrey I Beg

Vice President

THIRD:

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: NONE

FOURTH:

The date of each amendment's adoption: November 12, 2004.

FIFTH:

Adoption of Amendment(s) (check one)

The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. The number of votes cast for the amendment(s) was/were sufficient for approval by the following voting group:

MEB CAPITAL, INC.

By Manorie & B

Marjorie E. Beg, as President
(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders, or a director or incorporator if adopted by the directors or incorporators)

Prepared by: Chris Caswell Christopher K. Caswell, P.A. 2364 Fruitville Road Sarasota, FL 34237 941-366-7727 Fla. Bar No. 371211 HO4 000 22 8640 3