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BASIC AMENDMENT

NEAT VISIONS, INC.

Certificate of Status	1
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Amendment

9-5-00 DC

FROM

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NEAT VISIONS, INC.**

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Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, NEAT VISIONS, INC., a Florida corporation (hereinafter, the "Corporation") adopts the following amendment to its Articles of Incorporation:

FIRST: Article III of the Corporation's Articles of Incorporation is amended to read in its entirety as follows:

ARTICLE III

The Corporation is authorized to issue two classes of stock to be designated "Class A Common Stock" and "Class B Common Stock." The total number of shares of both classes of stock that the Corporation is authorized to issue is Two Million (2,000,000). One Million Five Hundred Thousand (1,500,000) shares shall be designated as Class A Common Stock, \$1.00 par value per share, and Five Hundred Thousand (500,000) shares shall be designated as Class B Common Stock, \$1.00 par value per share.

The Class A Common Stock shall have the right to appoint a majority of the directors of the Company and the Class B Common Stock shall have the right to elect one of the directors of the Company, and in all other respects the rights of the Class A Common Stock and the Class B Common Stock shall be identical.

SECOND: The date of the Amendment's adoption is August 21st, 2000. The Amendment shall be effective upon filing with the Florida Department of State.

THIRD: The Amendment was adopted by written consent of the shareholders and Board of Directors of the Corporation, which was sufficient for its approval.

Signed and dated this 21st day August, 2000.

NEAT VISIONS, INC.



Roy C. Hamlin, III, President