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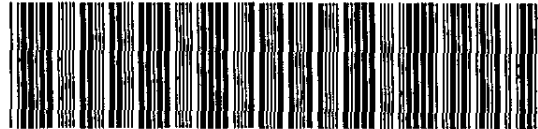
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04 JUN -2 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMER
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LAW OFFICES
FRANK J. YONG, P.A.

4570 ST. JOHNS AVENUE, SUITE 1A
JACKSONVILLE, FLORIDA 32210

FRANK J. YONG
KATHLEEN M. SMITH, Paralegal

June 1, 2004

TELEPHONE
(904) 381-1901
TELECOPIER
(904) 381-1970
E-MAIL
fjyong@
yahoo.com

Divisions of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Thrifty Bait & Tackle Center, Inc.

Dear Sir/Madam:

Enclosed for filing are an original and one copy of Articles of Amendment of Articles of Incorporation for the above-named corporation, together with our firm check in the amount of \$35.00 in payment of your filing fees. Please return one date stamped copy of the Articles of Amendment to me in the envelope provided.

Please do not hesitate to contact me should you have questions regarding this matter.

Very truly yours,



Kathleen M. Smith, CLAS
Certified Legal Assistant

/kms
Enclosures

ARTICLES OF AMENDMENT
OF ARTICLES OF INCORPORATION OF
THRIFTY BAIT & TACKLE CENTER, INC.

FILED
04 JUN -2 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provisions of the Articles of Incorporation of **THRIFTY BAIT & TACKLE CENTER, INC.** a Florida corporation, filed in Tallahassee, Florida on March 4, 1998 and effective March 4, 1998, be and they hereby are amended in the following particulars:

Article III of the Articles of Incorporation be and it hereby is amended in its entirety to read as follows:

"ARTICLE III. SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: ten thousand (10,000) shares, having a par value of \$1.00 per share."

The foregoing amendment was adopted by the Board of Directors and the Stockholders of the corporation on the 1st day of June, 2004, to become effective the 1st day of June, 2004.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment as of the 1st day of June, 2004.

By: Doug C. Myers
Doug Myers, President

Attest: Stacey L. Myers
Stacey Myers, Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 1st day of June, 2004 by **DOUG MYERS** and **STACEY MYERS**, president and secretary, respectively, of Thrifty Bait & Tackle Center, Inc. a Florida corporation, on behalf of the corporation.

Kathleen M. Smith
Notary Public
State of Florida
My commission expires:



Kathleen M. Smith
MY COMMISSION # 00054853 EXPIRES
November 11, 2005