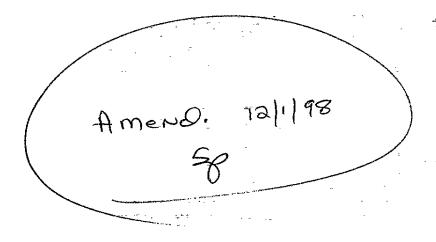
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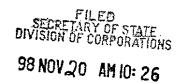
CITADINE, INC. 12813 Charter Oak Way Bayonet Point, Florida 34667

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> > 10. 10. 26 08. NO. 26



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF CITADINE, INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

Amendment(s) adopted: (include article number(s) being amended, added

or deleted)

Amend Article 3:

ADDRESS:

DELETE:

5207 TORQUOISE LANE

SUITE 106

NEW PORT RICHEY, FLORIDA

NEW ADDRESS:

12813 CHARTER OAK WAY

BAYONET POINT, FLORIDA 34667

Amend Article 5:

OFFICERS:

DELETE:

RAMI SABAWI, Vice President

5207 Turquoise Lane, Suite 106 New Port Richey, Florida 34652

ADD:

JOHN J. SAUL, Vice President

12813 Charter Oak Way

Bayonet Point, Florida 34667

ADD:

CATHERINE CARPENTIER, Vice President

12813 Charter Oak Way

Bayonet Point, Florida 34667

ADD:

EFFIE MITRAKOS, Treasurer

12813 Charter Oak Way

Bayonet Point, Florida 34667

Amend Article 6:

DIRECTORS:

DELETE:

RAMI SABAWI, Vice President

5207 Turquoise Lane, Suite 106

New Port Richey, Florida 34652

ADD:

GERALD V. CARPENTIER, Chairman

12813 Charter Oak Way

Bayonet Point, Florida 34667

ADD:

JOHN J. SAUL

12813 Charter Oak Way Bayonet Point, Florida 34667

ADD:

CATHERINE CARPENTIER

12813 Charter Oak Way Bayonet Point, Florida 34667

Amend Article 12: **REGISTERED AGENT:**

DELETE:

AMERILAWYER

343 Almeria Avenue

Coral Gables, Florida 33134

ADD:

GERALD V. CARPENTIER

12813 Charter Oak Way

Bayonet Point, Florida 34667

SECOND:

If an amendment provides for an exchange, reclassifications or

cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD:

The date of each Amendment's adoption:

September 14, 1998

FOURTH:

Adoption of Amendment(s):

The Amendments were adopted by the incorporator(s) without shareholder

action and shareholder action was not required.

FIFTH:

The undersigned has been appointed Register Agent, accepts the

appointment and is familiar with and accepts the obligations of the

position.

SIGNED this 19th day of November, 1998.

GERALD V. CARPENTIER, President