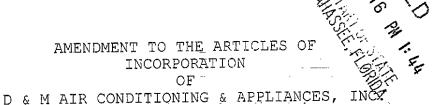
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CR2E031(9/92)



*BEFORE ME, the undersigned <u>authority</u>, this day personally appeared David Dodge and Frank Marrero who first by me being duly sworn deposes and says:

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

First: Be it amended that Article VI of the original Article of Incorporation has been changed to remove Frank Marrero as Vice-president/Secretary/Director and include Laura Dodge as Vice-president/Secretary/Director.

Second: Be it amended that the corporation officers are hereby changed and shall hereafter be known as David Dodge/President, Treasurer/Director, and Laura Dodge/Vice-president/Secretary/Director.

Third: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 29th day of September 1999.

Forth: The amendment was_approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.

David Dodge, Di