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PAULICH, SLACK & WOLFF, P.A.

Attorneys at Law

November 18, 2002

Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, Florida 32314

RE: Sunshine Super Flat, Inc.

Dear Sir and/or Madam:

Enclosed is an original and one copy of the Articles of Amendment to Articles of Incorporation as well as Statement of Change to Registered Office or Registered Agent or Both for filing, along with our client's check #21440 in the amount of \$70.00 made payable to the Secretary of State of Florida. Please return a file-stamped copy to our office in the enclosed self addressed stamped envelope.

Thank you for your assistance in this matter. If you have questions or need additional information, please do not hesitate to contact me.

Sincerely yours,

PAULICH, SLACK & WOLFF, P.A.

Patty L. Williams, Legal Assistant to

Patty Zwieliams

Jerald R. Pitkin, Esq.

JRP:plw

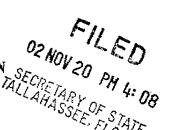
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JERALD R. PITKIN

ARTICLES OF AMENDMENT TO OZNOV ARTICLES OF INCORPORATION OF SUNSHINE SUPER FLAT, INC.



Pursuant to the provisions of Section 607.1006, Florida Statutes, Sunshine Super Flat, The (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: ARTICLE V is amended to state:

The street address in Florida of the registered office of the Corporation is 801 Anchor Rode Drive, Suite 203, Naples, FL 34103. The registered agent at such address is Jerald R. Pitkin, Esq., Paulich, Slack & Wolff, P.A.

SECOND: ARTICLE X is amended to state: The number of Directors for the Corporation shall be two (2) and the names of the directors of the corporation are David Richard and Larry D. Davis. The number of Directors may be amended or modified through amendment to the corporation's Bylaws and the filing of Articles of Amendment to the Articles of Incorporation

THIRD: ARTICLE XI added to state: The Corporation shall have three (3) officers as follows:

President: David Richard Secretary: Larry D. Davis Treasurer: Larry D. Davis

FOURTH: The foregoing Amendment to the Articles of Incorporation was approved by unanimous consent of the Shareholders and Directors, and adopted by the Shareholders and Directors entitled to vote, on the 22nd day of October, 2002, in the manner prescribed by the Florida Corporation Act.

FIFTH: This Amendment shall be effective immediately upon filing with the Department of State of Florida.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment on this 22nd day of October, 2002.

David Richard, President

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 22nd day of October, 2002, by David Richard, President of Sunshine Super Flat, Inc., a Florida corporation, on behalf of the corporation, who is () personally known to me or who (X) produced <u>FL driving licings</u> as identification.



Notary Public - State of Florida Patty L. Williams

Printed Name of Notary

My Commission Expires: 1/10/06