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Florida Department of State
Division of Corporations
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Division of Corporations
Fax Number : (850)205-0380

Account Name : MINTMIRE & ASSOCIATES
Account Number : I19990000043
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BASIC AMENDMENT

POSEIDIS, INC.

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*Amend
MO 10/26*

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**Articles of Amendment to the
Articles of Incorporation of
Poseidis, Inc.**

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended , added or deleted)

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 60,000,000 shares of Common Stock having \$.0001 par value per share.

SECOND: If an amendment provides for an exchange, reclassification 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: **October 26, 2004**

FOURTH: Adoption of Amendment(s) check one:

X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. The following statements must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(Voting Group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

Donald F. Mintmire
Mintmire & Associates
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
Bar No.: 402435

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_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 26th day of October, 2004.



BY: _____

(By the Chairman or Vice Chairman of the Board of Directors, President, or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Louis Pardav Ditt Pardo

Typed or printed Name

President

Title

Donald F. Mintzire
Mintzire & Associates
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
Bar No.: 402435

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