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CONTACT: JOHN A GURBA

PHONE: (813)223-1188

FAX #:

(813)223-0063

NAME: REALTWIN, INC.

AUDIT NUMBER...... H98000012002 DOC TYPE.....BASIC AMENDMENT

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 30, 1998

REALTWIN, INC. 1621 GULF BLVD #206 CLEARWATER, FL 33767

SUBJECT: REALTWIN, INC.

REF: P98000056567

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FLORIDA DIVISION OF CORPORATIONS

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

98 JUN 30 AM 10: 16

SECRETARY OF STATE

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:

ARTICLE VII Board of Directors

This Corporation shall have Two director(s). The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the directors of this Corporation is:

Name and Address

Denise Rossi 1621 Gulf Blvd. #206 Clearwater, FL 33767

Donna Rossi 1621 Gulf Blvd. #206 Clearwater, FL 33767

The Adoption of Amendment(s) was/were adopted by the board of directors on 7/29/98 without shareholder action and shareholder action was not required.

Signed this 29th day of June 1998.

gnature / //// Denise Rossi, President/Director

Audit # H98000012002

¹This form was prepared with the assistance of CourtAccess Centers of America, a non-lawyer located at 707 E Kennedy Blvd. Tampa, FL 33602. (813)-223-1188