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BASIC AMENDMENT

WIND DANCER INTERNATIONAL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

11/5/2002 1-10 *(((H02000222233 7)))

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

WIND DANCER INTERNATIONAL, INC.

1. The following provisions of the Articles of Incorporation of WIND DANCER INTERNATIONAL, INC., a Florida corporation, filed with the Secretary of State on August 11, 1998, and assigned Document Number P98000069743, are hereby amended as follows:

The capital stock authorized in Article III is hereby increased from one thousand (1,000) to ten thousand (10,000) shares.

2. The foregoing amendment was approved by the sole shareholder on October 23, 2002. The number of votes cast for the amendment was sufficient for approval.

Signed this <u>33</u> day of October, 2002.

Brian F. Kuhn, President