ABS OF JACKSONVI

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Account Name : A.B.S. OF JACKSONVILLE, INC.

Account Number : I20010000215 Phone : (904)777-1533

Fax Number : (904)777-1717

BASIC AMENDMENT

STEPHEN C. POTTER, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF STEPHEN C. POTTER, INC.

Pursuant to the provisions 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)

Add the following article:

ARTICLE VIII OFFICERS OF THE CORPORATION:

Director David Andrew Donnelly 4176 Lazy acre Road Middleburg, FL 32068

Director Daniel Edward Mosley 4176 Lazy acre Road Middleburg, FL 32068 05 JUN -8 PH 1: 05

* note, the purpose of this amendment is to add David Donnelly and Daniel Mosley as a director of the Corporation.

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:

THIRD:

The date of each amendment's adoption: June 1, 2005.

FOURTH:

Adoption of Amendment (s) (check one)

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The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this day _____ of June, 2005.

Stephen C. Potter, President