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91/95/04 MON 13:21 FAX 775 882 6818 H04000001492 3 AGENTS

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Articles of Amendment to Articles of Incorporation of

UNIQUE HOLDINGS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P99000033142

(Document number of corporation, if known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its articles of incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

Article VII: Officers/Directors

Officers are as follows:

President= Derrick Armstrong at: 20 S. Broad St. Brooksville, FL 34601

V.P. - Crystal Richardson at: 20 S. Broad St. Brooksville, FL_ 34601

V.P. - Nicole C. Ippolito at: 2915 S. Federal Hwy Ft. Lauderdale, FL 33316

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

01/05/04 MON 13:21 FAX 775 882 6818 H04000001492 3

The date of each amendment(s) adoption: _____ 12/31/03

Effective date, if <u>applicable</u>: <u>12/31/03</u> (no more than 90 days after amendment file date)

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) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement 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.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this	2	day of	January	 2004	
		\sim	in	7	

Signature ____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Crystal Richardson

(Typed or printed name of person signing)

Vice President

(Title of person signing)

FILING FEE: \$35

2003

AGENTS