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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 727502 7173754

AUTHORIZATION :

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ORDER DATE : August 30, 2002

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ORDER NO. : 727502-010

CUSTOMER NO: 7173754

CUSTOMER: Kenneth Wurtenberg, Cpa
Kenneth Wurtenberg, Cpa
Suite 201
16969 Nw 67th Avenue
Miami, FL 33015

Amend

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TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

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-09/03/02--01001--004

*****43.75 *****43.75

NAME: PINES ATA TAEKWONDO, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS:

ADR
9/3/02

ARTICLES OF AMENDMENT FOR AUTHORIZING ADDITIONAL STOCK


1. The following provisions of the Articles of Incorporation of PINES ATA TAEKWONDO, INC., a Florida for Profit Corporation, filed in Tallahassee, Florida on January 20, 1999, be and they hereby are amended in the following particulars:

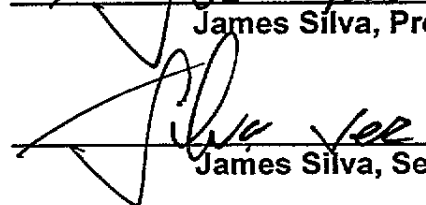
Article I, be and it hereby is amended to read as follows:

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 15,000 shares of common stock having a par value of \$1.00 per share.

2. The Stockholders and Directors of the corporation adopted the foregoing amendment on the 1st day of April 2002.

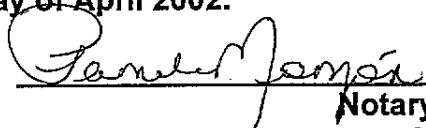

James Silva, President


James Silva, Secretary

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME the undersigned authority, personally appeared JAMES SILVA, as President of the above corporation, who, after being duly sworn deposes and says that the statements made in the above Articles of Amendment are true to the best of his knowledge and belief.

WITNESS my hand and official seal this 1st day of April 2002.


Notary Public
State of Florida

(SEAL)

My Commission Expires:

