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BASIC AMENDMENT

SENSE HOLDINGS, INC.

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Amend.
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SENSE HOLDINGS, INC.

PAGE 02

H04000077216 3

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
SENSE HOLDINGS, INC.**

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned President of SENSE HOLDINGS, INC., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida ("Corporation"), bearing document number P99000063834, does hereby certify:

First: That pursuant to the written consent by the holders of a majority of the outstanding shares of common stock of the Corporation on March 19, 2004, and by all of the Directors of the Corporation on March 19, 2004, the shareholders and Directors approved the following amendment to the Corporation's Articles of Incorporation:

Article IV of the Corporation's Articles of Incorporation shall be deleted in its entirety and replaced with the following:

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares of stock, which this Corporation shall be authorized to issue and have outstanding at any one time, shall be one hundred million (100,000,000) shares of common stock, having a par value of \$.10 per share.

Second: The foregoing amendment was adopted by the Board of Directors of the Corporation pursuant to a Written Consent of the Board of Directors of the Corporation and by a majority of the shareholders of the Common Stock of the Corporation dated March 19, 2004, acting by Written Consent pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

Joseph D. Garrity, FL Bar #0087531
Joseph D. Garrity, Esq., Chartered
5001 NW 121st Drive
Coral Springs, FL 33076
(954) 821-7204

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SENSE HOLDINGS, INC.

PAGE 03

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IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of April 12, 2004.

SENSE HOLDINGS, INC.

By: 
Dore Scott Perler, President