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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

*18
8/12*

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Illinois Overseas Corporation
(Proposed corporate name)

Enclosed please find an original and one (1) copy of the Articles of Amendment for the above corporation and a check in the amount of \$ 43.75.

FROM: ACCOUNTING PROFESSIONALS GROUP, INC.
6220 S. ORANGE BLOSSOM TRAIL, SUITE 170
ORLANDO, FLORIDA 32809
(407) 856-1906

FILED
04 AUG -9 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ILLINOIS OVERSEAS CORPORATION

The undersigned President of Illinois Overseas Corporation, a Florida Corporation (the "Corporation"), for and on behalf of the Corporation does hereby execute these Articles of Amendment to the Articles of Incorporation of the Corporation. Florida.

SUBJECT TO BE AMENDED

Acknowledgement of resignation of Kenneth R. Washburn as President and Registered Agent of Illinois Overseas Corporation.

Acknowledgement of appointment of Merlly Teresa Carrasquero Marino as President and Registered Agent of Illinois Overseas Corporation.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is: Illinois Overseas Corporation

ARTICLE VII - BOARD OF DIRECTORS

A. The number of directors of the corporation shall be One (1).

B. The number of Directors of the corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The name and address of the members of the Board of Directors, who shall hold office until his successor is duly elected and qualified is:

Merlly Teresa Carrasquero 4572 Middlebrook Rd. Apt G.
Marino Orlando, Florida 32811

ARTICLE XI - ADOPTION DATE OF ARTICLES OF AMENDMENT

The adoption date of these Articles of Amendment shall be January 1, 2004.

The above stated amendments were approved by unanimous consent of all shareholders entitled to vote.

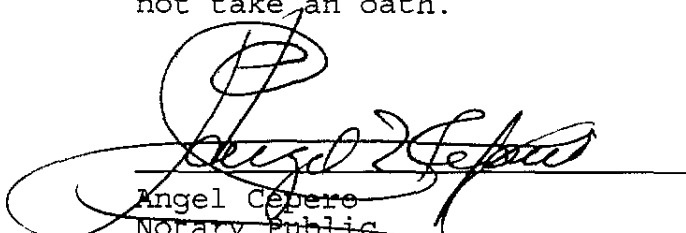
IN WITNESS WHEREOF, the undersigned President, of the corporation, have hereunto set his hand this 5th day of August 2004.



Merlly Teresa Carrasquero
Marino

**STATE OF FLORIDA
COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 5th day of August 2004, by Merlly T. Carrasquero Marino, President of Illinois Overseas Corporation, a Florida Corporation on behalf of the corporation, who has produced her Florida Drivers License as identification and who did not take an oath.


Angel Cepero
Notary Public

