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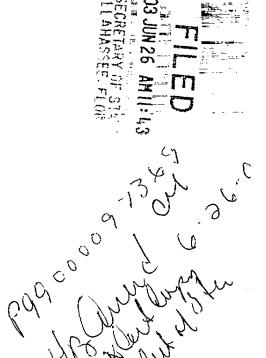
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UNION CHARTER, INC. PO BOX 331371, Miami, Florida 33233 Tel: 305-987-8780

March 27, 2003

Division of Corporations PO BOX 6327 Tallahassee, FL 32314

Dear Sir or Madam:

Please find enclosed the Articles of Amendment to Articles of Incorporation of Union Charter, Inc. (Document P99000097369).

I have attached a check for \$52.50 to cover for the filing fee, a certificate of status, and a certified copy of the amendment.

If you have further questions, please feel free to contact me.

Regards,

President and CEO

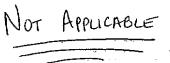
ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

 UNION CHARTER, INC.	
·	
 (present name)	
P99000D97369	
(Document Number of Corporation (If known)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)

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: March 26, 2003.		
FOURT	I: Adoption of Amendment(s) (CHECK ONE)		
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
C	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.		
Ğ	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
	Signed this 26 day of March , 2003		
Signature			
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	DAVID ALAN SCHWEDEL (Typed or printed name)		
	PRESIDENT Incorporator		