P99000105541

- :	Sincerely, Juganne Suzanne Your Al's Tops Inc 123 Sand Pine Jupiter, Fl. 33	Drive
•	5561-747 - 993	
(City	//State/Zip/Phon	e #)
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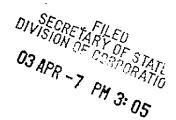
04/07/03--01090--014 **35.00

SECRETARY OF STATE OF COMPORATIONS

Amend.

V SHEPARD APR 1 7 2003

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



	Al's Tops Inc. (present name)	
	(present name)	
_	(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)

Addition to officers: Kenneth Alvin Young Sec/Treas.

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: T	the date of each amendment's adoption: 01/01/03.
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
E	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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"
•	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 3 rd day of April 2003.
Signature	(By the Chairman or Vice Chairman of the Foard 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)
	(E) an interpolation in the proof of the conference,
	Suzannie Young (Typed orprinted name) President (Title)
	President (Title)