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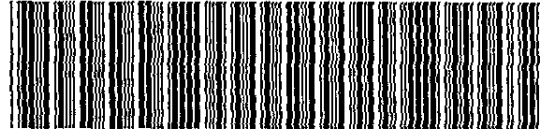
(Business Entity Name)

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T. Roberts MAY 11 2006

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TALLAHASSEE, FLORIDA

THE LAW OFFICES OF
Paul M. Guntharp, Jr., P.A.

May 1, 2006

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

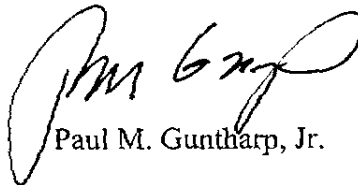
Re: **InfiniSys, Inc.**

Dear Sir/Madam:

Enclosed please find Articles of Amendment for the above corporation. Also enclosed is our firm check in the amount of \$35.00 representing your fee. At your earliest convenience, please return *acknowledgment of the amendment* to the undersigned. Thank you.

If you have any questions, please call.

Very truly yours,



Paul M. Guntharp, Jr.

PMG:rm
Enclosures

**ARTICLES OF AMENDMENT
OF
INFINISYS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment of its Articles of Incorporation:

1. Article III of the Articles of Incorporation of InfiniSys, Inc. is hereby amended to read as follows:

There shall be two (2) classes of stock in this Corporation: Class A stock (voting) and Class B stock (nonvoting). The holders of Class A stock shall be entitled to vote on all matters in which shareholders are entitled to vote under these articles, the Corporation's Bylaws and under the laws of the State of Florida. The holders of Class A stock shall be entitled to one (1) vote for each share of Class A stock they own. The holders of Class B stock shall have no voting rights. In all other respects the two (2) classes of stock shall be identical. There shall be no other classes of stock.

The maximum number of shares of Class A stock that this Corporation is authorized to have outstanding at any one time is 100,000 shares with a par value of \$1.00 per share. The maximum number of Class B shares that this Corporation is authorized to have outstanding at any one time is 1,000,000 shares with a par value of \$1.00 per share. The consideration to be paid for each share of Class A stock and for each share of Class B stock shall be fixed by the Board of Directors.

The shareholders may, by contract, restrict the alienability of both classes of stock. An endorsement shall be made upon each certificate of stock indicating the existence of such a contract.

2. Provisions for implementing this Amendment.

Fifty-one (51%) of the issued and outstanding shares of stock in the Corporation are owned by Richard Holtz. Forty-nine percent (49%) of the issued and outstanding shares of stock in the Corporation are owned by Rochelle Holtz. The shares currently held by Richard Holtz and Rochelle Holtz, shall all be redeemed by the Corporation in exchange for the number of Class A shares specified by Richard Holtz and Rochelle Holtz in writing; provided that after issuance of the Class A Shares, Richard Holtz shall own

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Forty-Six percent (46%) of the issued and outstanding Class A Shares, Rochelle Holtz shall own Forty-six percent (46%) of the issued and outstanding Class A Shares, Jason Holtz shall own Four (4%) of the issued and outstanding Class A Shares, Jennifer Holtz shall own Four (4%) of the issued and outstanding Class A Shares and; provided that the number of Class A Shares issued pursuant to their request shall not exceed the maximum number of Class A shares the Corporation is authorized to issue.

Thereafter, shares of stock in the Corporation shall be issued as prescribed in the revised Article III of these Articles of Amendment.

The foregoing amendments were adopted by the shareholders of this corporation under Sections 607.0704 and 607.1003(6), Florida Statutes, by written action the 25 day of October, 2005.

The corporation has fewer than thirty-five (35) shareholders and all owners of stock signed the written action adopting these Amendments to the Articles of Incorporation.

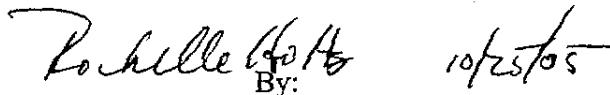
There are no separate voting groups and no other voting group is entitled to vote separately. The numbers of votes cast were sufficient for approval.

IN WITNESS WHEREOF, the undersigned President, Secretary and all of the shareholders of this Corporation have executed and adopted these Articles of Amendment this 25 day of October, 2005.

INFINISYS, INC.

 10/25/05
By:

Richard Holtz, Shareholder, Director and President

 10/25/05
By:

Rochelle Holtz, Shareholder, Director, Secretary and Treasurer

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County aforesaid, personally appeared Richard Holtz as a Shareholder, Director and

President of InfiniSys, Inc. and Rochelle Holtz as a Shareholder, Director, Secretary and Treasurer of InfiniSys, Inc., known to me and known by me to be the persons described in and who executed the foregoing instrument and who acknowledged before me that Richard Holtz and Rochelle Holtz own all of the issued and outstanding shares of InfiniSys, Inc., and that they executed this instrument for the purpose therein expressed.

25 IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this day of October, 2005.

JULIE M. BISLAND
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD118279
EXPIRES 05/27/2008
BONDED THRU 1-888-NOTARY1

Julie M. Bisland
Notary Public

My Commission Expires: 5/27/08