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SECRETARY OF STATE TALLAHASSEE FLORIDA

DEC : A SETS ON



December 6, 2006

KEVIN SANDERS 817 WILLOW BRANCH AVE JACKSONVILLE, FL 32205

SUBJECT: MISS DREAM GIRL AMERICA, INC.

Ref. Number: \$68081

We have received your document for MISS DREAM GIRL AMERICA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

I understand that you are wanting to correct the registered agent's address. But you also are showing that you have made changes to the officer/directors. If I'm correct you are wanting those changes of the officer/directors show on our database. So if you are wanting all of those changes made you would have to file Articles of Amendment, because the form you sent in to us is just for changing the registered agent's name and registered agent's address not the officers/directors. So again I am sending you the Articles of Amendment to do those changes and I have highlighted where on that form you would put those changes. If you have any questions about this form or still do not understand where to put the information please call me at 850-245-6927.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Letter Number: 206A00069952

Tracy Smith Document Specialist

Articles of Amendment to Articles of Incorporation of

Miss Dream Girl America, Inc.
(Name of corporation as currently filed with the Florida Dept. of State)

S68081

(Document number of corporation, if known)

Pursuant to the provision of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.")
(A professional corporation must contain the word "Chartered", "Professional Association," or the abbreviation "P.A.")

<u>AMENDMENTS ADOPTED</u> - (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added, or deleted: (BE SPECIFIC)

Registered Agent - correction of address to:

Kevin S. Sanders, Esquire, 817 Willow Branch Avenue, Jacksonville, FL 32205

Director - stays the same

Patsy Butts, 4096 Ponte Vedra Blvd., Jacksonville Beach, FL 32250

Director - added

Curt Holzer, III, 4096 Ponte Vedra Blvd., Jacksonville Beach, FL 32250

Director - added

Brittany A. Lewis, 4096 Ponte Vedra Blvd., Jacksonville Beach, FL 32250

Director - eliminated, to be taken off of corporation

Elliott Butts (deceased)

Director - eliminated, to be taken off of corporation

Beth Tresca

<u>Director - eliminated</u>, to be taken off of corporation

Heather Lane Guizzno

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provision for implementing the amendment if not contained in the amendment itself: (if no applicable, indicate N/A)

The 100 total shares are distributed as follows amongst the current directors: Patsy Butts retains 60%; Curt Holzer III gets 20%; Brittany Lewis gets 20%.

The date of each amendment(s) adoption: November 14, 2006
Effective date if applicable: November 14, 2006
Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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
(voting group)
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.
Signature (By a director, president, or other officer - if directors or officers have not been selected, by an
incorporate - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)
LEUTH S. SANDERS
(Typed or printed name of person signing) HT FOR CORPORATION - RESISTERED ACENT
(Title of person signing)

FILING FEE - \$35.00 (PREVIOUSLY SUBMITTED)

Mrs. Patry Butts

1096 Ponte Vedra Boulevard
Jacksonville Beach, FL 32250

(904) 285-2278

Miss Dream Girl America, Inc.

On November 14, 2006, Patricia A. Butts, noticed and called a meeting of the corporate shareholders of Miss Dream Girl America, Inc., for the purpose of reorganization of directors and redistribution of corporate stock.

Present were Ms. Butts, Curt Holzer, III, and Brittany A. Lewis.

Ms. Butts determined that of the 100 shares of corporate stock, she would retain 60%, Mr. Holzer would be awarded 20% and Ms.

Lewis would receive 20% as gifts.

Further, with the demise of her husband, Elliot, Mr. Holzer would be appointed to the board and Ms. Lewis would also be appointed.

The removal of Ms. Beth Tresca and Ms. Heather Guizzno was also determined by Ms. Butts.

Patricia. A. Butts