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BASIC AMENDMENT

UNICO HOLDINGS, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Unico Holdings, Inc.	
(present name)	
V34692	
(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)

Article VIII (Pro-emptive Rights) of the Articles of Incorporation of the Corporation is hereby deleted in its entirety,

2004 APR 21 PM 4:47

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: April 15, 2004
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
6	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
a	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 (voling group)
	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 15th day of April 2004.
Signature_	(By the Chairman of Vic Clairman of du 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)
	Edward G. Finnegun
	(Typed or printed name)
	Vice President
	(Tide)