

Division of Corporations

V38271

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H01000018160 1)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 922-4000

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

FILED  
01 FEB 16 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

LEAVITT MANAGEMENT GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

AMEND  
PRO  
2/16

2

2/16/01

RECEIVED  
01 FEB 16 PM 2:33  
DIVISION OF CORPORATIONS

H01000018160

**LEAVITT MANAGEMENT GROUP, INC.****AMENDMENT TO  
ARTICLES OF INCORPORATION**

Leavitt Management Group, Inc., a Florida corporation (the "Corporation"), through the action of all of its shareholders and members of its Board of Directors hereby amends its Articles of Incorporation for the purposes set forth below in accordance with the Florida Statutes.

1. The Corporation hereby duly adopts the following amendment to its Articles of Incorporation:

A. Article III shall be replaced in its entirety with the following:

**ARTICLE III****Shares**

The aggregate number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is Twenty Million (20,000,000) shares of common stock having a par value of \$.0005 per share. The Board of Directors of this corporation shall have the power to divide and issue the common stock into one or more series and to determine the limitation and relative rights of each such series, consistent with the laws of the State of Florida. Shares of one series may be issued as a share dividend in respect of shares of another series.

2. All of the provisions of the Articles of Incorporation not amended herein are hereby ratified, confirmed and shall remain unchanged.

3. Pursuant to that certain Written Consent in Lieu of a Meeting of the Board of Directors and Shareholders of the Corporation, dated as of December 29, 2000, the foregoing amendment was adopted by all of the shareholders of the Corporation and all of the members of the Board of Directors of the Corporation which constitute a sufficient number of votes for approval of the amendment, effective as of March 1, 2000.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment to the Articles of Incorporation as of this 29th day of December, 2000.



Michael D. Leavitt, President

MLA 225475-1-040234-0010

H01000018160