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October 2, 1999

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Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 TACLAHASSEE, FLORIDA

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To Whom It May Concern:

The purpose of this correspondence is to inform you that Mr. Stephen H. Carter, who has been serving as Vice President and Secretary of KISS for Profit, Inc., has resigned his position and will no longer be affiliated with the corporation. In addition, all stock issues originally issued to Mr. Carter shall revert back to full control of John Gadd.

Please accept this amendment to the Articles of Incorporation, and mail a certified copy of the amended articles to me at the following address.

Thank You,

John Gadd, President KISS for Profit, Inc.

P.O. Box 998393 Miami, FL 33299

Phone: 305,865,7960

RHZ FZ~Nd

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION

FILED

| | | | Or | | 99 OCT 14 AM 10: 16 | |
|----------------|-----------------------|-------------|---------------------|---------------|----------------------------------|--|
| | KISS | for | ProAt, | Inc. | ALL 176.000 2015405 | |
| | | | | | - LONIDA - C | |
| (present name) | | | | | | |
| Suant to the p | rovisions of sections | on 607.1000 | s, Florida Statutes | , this Florid | la profit corporation adopts the | |

Pur

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article VI - Board of Directors Delek: Stephen H. Couter as Vice Pes / Secretar. John Gadd will now some President/Vica President / Secretary / Treasurer. Correct Address: P.O. Box 998393 Miami, FL 33299

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:

Shares of Stock issued to Stephen A. Carta are hereby holl and void, and return to the control of John Godd.

THIRD: The date of each amendment's adoption: Ol Oct 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

| À | 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" | | | | | | |
| | 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. | | | | | | |
| | | | | | | | |
| Si | gned this Ol day of October, 19 99. | | | | | | |
| Signature _ | John DP.hl. | | | | | | |
| | (By the Chairman or Vice Chairman of the 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) | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | Typed or printed name | | | | | | |
| | | | | | | | |
| | Title | | | | | | |
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