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KAHALA CORP.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KAHALA CORP.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation is Kahala Corp.

SECOND: Amendments adopted:

Fourth Article

The first paragraph of the Fourth Article shall be amended to read as follows:

The total number of shares of stock which the Company shall have the authority to issue shall be one hundred million twenty thousand (100,020,000), divided as follows: (i) one hundred million (100,000,000) shares of Common Stock with a par value of \$.001 per share, and (ii) twenty thousand (20,000) shares of Preferred Stock with a par value of \$.001 per share, of which five thousand seven hundred fifty (5,750) shares are hereby designated Series A Preferred Stock, six thousand five hundred (6,500) shares are hereby designated as Series B Preferred Stock, one thousand six hundred (1,600) shares are hereby designated as Series C Preferred Stock, and five thousand (5,000) shares are hereby designated as Series D Preferred Stock.

THIRD: None.

FOURTH: The date of each amendment's adoption is December 27, 2006.

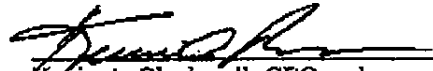
FIFTH: Adoption of Amendments (CHECK ONE)

- 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 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.

SIXTH: None

Signed this 27th day of December, 2006.

Signature:

A handwritten signature in black ink, appearing to read "Kevin A. Blackwell", written over a horizontal line.

Kevin A. Blackwell, CEO and
Chairman of the Board