

APR 19 AM 8:58

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF AMENDMENT OF

FILED/EFFECTIVE

ARTICLES OF INCORPORATION OF DOREA ENTERPRISES, INC.

MAY 9 AM 8:40

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as the shareholders of a Corporation under the Idaho Business Corporation Act, adopt the following amendment of the Articles of Corporation for said Corporation

**SECTION I
NAME**

The name of the Corporation is Dorea Enterprises, Inc.

**SECTION II
AMENDMENT TO ARTICLE IV OF ORIGINAL ARTICLES OF INCORPORATION**

The amended portion of the Articles of Incorporation is Article IV, Shares, which shall be amended to reach as follows:

The corporation shall be authorized to issue 100,000 shares of common shares with no par value. All preferred shares shall be canceled so that there is only one (1) class of stock within the corporation.

This change is pursuant to the Special Minutes of the Shareholders' Meeting as set forth on June 1, 2000, and adopted by the Directors in a meeting on June 1, 2000.

**SECTION III
CANCELLATION OF ISSUED SHARES**

The cancellation of the issued shares shall be implemented by a notation in the Corporate records. As no preferred shares are outstanding at this time, this amendment shall not alter the rights to any outstanding shareholder.

**SECTION IV
DATE OF AMENDMENT**

This amendment was unanimously adopted by the Directors and Shareholders of the Corporation on June 1, 2000.

This amendment was unanimously approved by all votes from the 50,000.00 shares outstanding by the undersigned Shareholders on June 1, 2000.

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION
ENTERPRISES, INC. - 1

IDAHO SECRETARY OF STATE

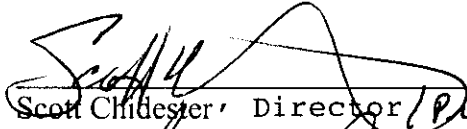
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C 115591

All other articles set forth in the Articles of Incorporation filed with the Secretary of State on July 1, 1996, shall remain in full force and effect.

DATED this ____ day of February, 2001.



Scott Chidester, Director / Pres.



Lijnea Chidester, Director / VP



Garrett H. Sandow Director / Sec/Treas.



Doris Sandow Director