

F02000000927

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

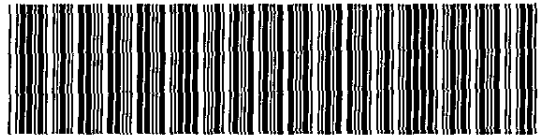
(Business Entity Name)

(Document Number)

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*Name
change
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FILED
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STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

*AKR
11/21/03*

FILED
03 NOV 21 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 325017 4300506

AUTHORIZATION :

Patricia Pijut

COST LIMIT : \$ 43.75

ORDER DATE : November 17, 2003

ORDER TIME : 11:15 AM

ORDER NO. : 325017-015

CUSTOMER NO: 4300506

CUSTOMER: Joanne Arnold, Paralegal
Davis & Gilbert
3rd Floor
1740 Broadway
New York, NY 10019

** FILE FIRST*

FOREIGN FILINGS

NAME: HARRISON & SHRIFTMAN INC.

XX PROFIT
NON-PROFIT

 CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Troy Todd -- EXT#1140

EXAMINER: _____

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

FILED
03 NOV 21 16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

F0200000927
(Document number of corporation (if known))

1. HARRISON & SHRIFTMAN INC.
(Name of corporation as it appears on the records of the Department of State)
2. DELAWARE (Incorporated under laws of) 3. FEBRUARY 18, 2002
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? NOVEMBER 3, 2003
5. HARRSHRIF HOLDINGS INC.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
(New jurisdiction)

Elizabeth Harrison
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

ELIZABETH HARRISON
(Typed or printed name of person signing)

NOVEMBER 6, 2003
(Date)

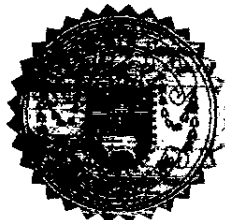
PRESIDENT
(Title of person signing)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HARRISON & SHRIFTMAN INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "HARRSHRIF HOLDINGS INC.", THE THIRD DAY OF NOVEMBER, A.D. 2003, AT 12:58 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2474412 8320

AUTHENTICATION: 2732627

030711811

DATE: 11-05-03