

L75106

Florida Department of State
Division of Corporations
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JOSEPH NUDELMAN INC.

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3/7/2006 9:50

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Florida Dept of State



March 7, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

JOSEPH NUDELMAN INC.
1351 SANGRASS CORP PKWY
SUNRISE, FL 33323-2813

SUBJECT: JOSEPH NUDELMAN INC.
REF: L75106

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JOSEPH NUDELMAN INC.

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: Amendments adopted:

The first paragraph of Article III is deleted in its entirety and the following is inserted in lieu thereof:

"The authorized capital stock of the Corporation shall consist of 1,000 shares of Class A Voting Common Stock, par value \$1.00 per share ("Class A Voting Common Stock") and 9,000 shares of Class A Non-Voting Common Stock, par value \$1.00 per share ("Class A Non-Voting Common Stock")(collectively, the "Stock")."

Article XI, Part 6 is deleted in its entirety and the following is inserted in lieu thereof :

"ARTICLE XI

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Class A Voting Common Stock Shares."

A new Article XII shall be inserted as follows:

"ARTICLE XII

Unless otherwise required by law, all matters submitted to the Shareholders shall be voted upon by each Shareholder of Class A Voting Common Stock and each share of Class A Voting Common Stock shall have one vote per share."

SECOND: The provisions for implementing the Articles of Amendment are as follows: The existing Shareholders of Voting Common Stock in the Corporation: Joseph Nudelman (510 shares) and Norma Nudelman (490 shares), will surrender their respective stock certificates to the Corporation. In exchange for each ten (10) shares of Voting Common Stock surrendered, each Joseph Nudelman, Inc. shareholder shall receive one (1) share of Class A Voting Common Stock and nine (9) shares of Class A Non-Voting Common Stock. Following the recapitalization, Joseph Nudelman will own Fifty-One (51) shares of Class A Voting Common Stock and Four Hundred Fifty-Nine (459) shares

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of Class A Non-Voting Common Stock, Norma Nudelman will own Forty-nine (49) shares of Class A Voting Common Stock and Four Hundred Forty-One (441) shares of Class A Non-Voting Common Stock.


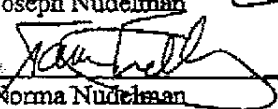
THIRD: The Articles of Amendment were adopted on January 2, 2006.


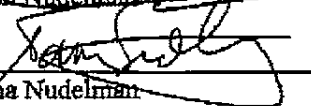
FOURTH: The Amendments were approve by the Shareholders. The number of votes cast for the Articles of Amendment were sufficient for approval.

Signed this 27th day of February, 2006.

By: 
Joseph Nudelman, President

By: 
Norma Nudelman, Secretary

DIRECTORS:

Joseph Nudelman

Norma Nudelman

SHAREHOLDERS:

Joseph Nudelman

Norma Nudelman



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