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BASIC AMENDMENT

OIS CLASSIC HOTEL WOODWORKS, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF OIS CLASSIC HOTEL WOODWORKS, INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed September 8, 2000, number p00000086003.

FIRST: The name of the corporation is OIS CLASSIC HOTEL WOODWORKS, INC.,

SECOND: The following amendments of the Articles of Incorporation was adopted by the corporation:

Change of Name:

From: OIS CLASSIC HOTEL WOODWORKS, INC.

To: CLASSIC HOTEL WOODWORKS, INC.

THIRD: The amendment was adopted by the Board of Directors on the 18th day of December, 2000.

FOURTH: The amendment was approved by a majority of the shareholders of the corporation, and the number of votes cast for the amendment was sufficient for approval, on the December 18, 2000.

DATED: December 19, 2000

CLASSIC HOTEL WOODWORKS, INC.

Attest:

Rudolph Gonnells, Acting Secretary

STATE OF FLORIDA COUNTY OF NASSAU

Before me personally appeared Rudolph Gonnella, President, and actingsecretary of CLASSIC HOTEL WOODWORKS, INC., to me well known and known to me to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this December 19, 2000.

Notary Public

My Commission Expires:



CERTIFICATE OF APPROVAL OF AMENDMENT OF ARTICLES OF INCORPORATION OF

OIS CLASSIC HOTEL WOODWORKS, INC.

I, the undersigned, being the President and Acting Secretary, respectively, of OIS CLASSIC HOTEL WOODWORKS, INC., hereby certify that the Board of Directors of the corporation did unanimously approve and recommend, on the 18th day of December, 2000, at a meeting duly called for that purpose, that the Articles of Incorporation of OIS CLASSIC HOTEL WOODWORKS, INC., heretofore filed September 8, 2000 changing the name to CLASSIC HOTEL WOODWORKS, INC..., be amended in the manner set forth in the Articles of Amendment and did propose said amendment to the stockholders of the corporation.

I DO FURTHER CERTIFY that at a meeting dully called for that purpose, a majority of stockholders of the corporation did approve the foregoing amendment on the 18th day of December, 2000.

IN WITNESS WHEREOF, the President of the corporation has hereunto affixed his signature and the Secretary of the corporation has also hereunto affixed his signature and the corporate seal of the corporation this December 19, 2000.

President

ATTEST:

Secretary,

MINUTES OF SPECIAL MEETING

OF

OIS CLASSIC HOTEL WOODWORKS, INC.

A special meeting of the Board of Directors was called for the a8th day of December, 2000.

Present was Rudolph Gonnella.

Rudolph Gonnella, being a Director and majority shareholder, announced that the corporation name would be changed to that of "CLASSIC HOTEL WOODWORKS, INC." and that the proper documents shall be filed with the Secretary of State changing the name and number of directors to two.

There being no further business to come before the board, the meeting was adjourned.