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BASIC AMENDMENT

PARKCO, INC.

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Amendment
10-4-01

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PARKCO, INC.

Parkco, Inc. ("Corporation") hereby amends its Articles of Incorporation and submits the following:

I. New Article IX to the Articles of Incorporation of Parkco, Inc. is hereby added to read as follows:

"Article IX. DIRECTORS AND OFFICERS.

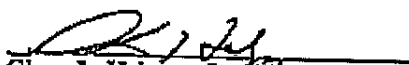
The initial directors of the Corporation are GLENN L. HALPRYN and ERNEST M. HALPRYN, and said persons will serve until the next annual meeting of the shareholders of the Corporation, or until the successors of such directors are duly elected and qualified.

The following individuals shall serve in the offices set forth after their respective names to serve until the next annual meeting of directors and until their successors are elected and qualify:

- Glenn L. Halpryn - President
- Judith A. Hoerner - Vice President/Secretary/Treasurer"

2. The foregoing amendment was adopted by the Shareholders and Board of Directors of this Corporation on SEPTEMBER 28, 2001.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Amendment this 2ND day of OCTOBER, 2001.


Glenn L. Halpryn, President

Robert A. Chaves, Esquire
Teschler Chaves Rubin & Forman, P.A.
2101 Corporate Boulevard, Suite 107
Boca Raton, Florida 33431
Florida Bar No. 283525

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