

P01000074593

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BASIC AMENDMENT

THE STRICT VAN LINES CORPORATION

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DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	0
Page Count	02
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AMEND
9/7/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 7, 2001

THE STRICT VAN LINES CORPORATION
2000 AVENUE P.
SUTIE 5
RIVIERA BEACH, FL 33404

SUBJECT: THE STRICT VAN LINES CORPORATION
REF: P01000074593

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

THE SIGNOR'S TITLE MUST INCLUDE "DIRECTOR".

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H01000097029
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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
THE STRICT VAN LINES CORPORATION**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is The Strict Van Lines Corporation (the "Corporation").

SECOND: The Corporation has not yet issued shares and the following amendment to the Articles of Incorporation was duly adopted by Directors of the Corporation by the Written Consent of the Directors of the Corporation in Lieu of a Special Meeting dated as of August 3, 2001 without shareholder action, in the manner prescribed by Sections 607.1002, 607.105 and 607.1006 of the Florida Business Corporation Act:

Article V of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"ARTICLE V - CAPITAL STOCK

The total number of shares of all classes of stock that the Corporation shall have the authority to issue is 20,000 shares, consisting of:

- (a) 10,000 shares of common stock (the "Common Stock"), par value \$.01 per share;
- (b) 10,000 shares of preferred stock (the "Preferred Stock"), par value \$.01 per share.

The powers, preferences and relative participating or other special rights, and the qualifications, limitations and restrictions thereof in respect of the Preferred Stock and the Common Stock are as follows:

A. COMMON STOCK

- 1. **Voting.** Except as otherwise expressly provided by law, and subject to the voting rights provided to the holders of Preferred Stock by these Articles of Amendment, the Common Stock shall have voting rights on all matters requiring a vote of stockholders, voting together with the holders of Preferred Stock, as one class.

2. Other Rights. Each share of Common Stock issued and outstanding shall be identical in all respects one with the other, and no dividends shall be paid on any shares of Common Stock unless the same has been paid on all shares of Preferred Stock outstanding at the time of such payment. Except for and subject to those rights expressly granted to the holders of the Preferred Stock, or except as may be provided by the laws of the State of Florida, the holders of Common Stock shall have all other rights of stockholders.

B. PREFERRED STOCK

1. Voting. Except as otherwise expressly provided by law, and subject to the voting rights provided to the holders of Preferred Stock by these Articles of Incorporation, the Preferred Stock shall have exclusive voting rights on all matters requiring a vote of stockholders, voting together with the holders of Common Stock, as one class.

2. Other Rights. Each share of Preferred Stock issued and outstanding shall be identical in all respects one with the other, and no dividends shall be paid on any shares of Preferred Stock unless the same is paid on all shares of Preferred Stock outstanding at the time of such payment. Upon the voluntary or involuntary dissolution, liquidation or winding up (each, a "Liquidation") of the Corporation, the holders of Preferred Stock shall be entitled to receive payments to be paid out of the assets of the Corporation available for distribution to its stockholders, before any payment or distribution shall be made on any shares of Common Stock.

Except for and subject to those rights expressly granted to the holders of the Preferred Stock, or except as may be provided by the laws of the State of Florida, the holders of Preferred Stock shall have exclusively all other rights of stockholders."

THIRD: Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 7th day of September, 2001.

THE STRICT VAN LINES CORPORATION,
a Florida corporation

By: _____

Joseph Begala,

Director

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