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BASIC AMENDMENT

PROVIDENCE TRADING PARTNERS, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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*Amend*  
*[Signature]*  
7/15/04

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Providence/GenCorp/Fir/AmendArtinc

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**FIRST AMENDMENT TO ARTICLES OF INCORPORATION OF PROVIDENCE TRADING PARTNERS, INC.**

The Articles of Incorporation of Providence Trading Partners, Inc., a corporation formed under the laws of the State of Florida, amended its Articles of Incorporation subscribed on April 1, 2004, with the approval of the proposal by the directors with vote sufficient to adopt and recommend this First Amendment to Articles of Incorporation of Providence Trading Partners, Inc. and with the approval of the shareholders (there being only one group of shareholders) with vote sufficient to adopt the amendment. This amendment was adopted on July 1, 2004.

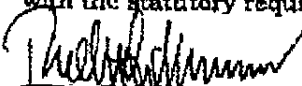
Article XIII is deleted in its entirety and replaced with the following new language:

**ARTICLE XIII-PRINCIPAL OFFICE**

*The principal office of the corporation is located at 3191 Coral Way, Suite 603, Miami, FL 33145.*

*The principal office may be changed at any time by any officer of the corporation.*

I hereby certify that this amendment was adopted and approved in conformity with the statutory requirements set forth at FSA sections 607.1003 and 607.1006.

  
Robert Goldbaum  
President

July 15, 2004  
Date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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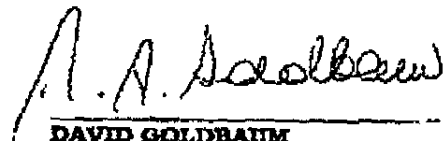
**UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS  
AND DIRECTORS OF  
PROVIDENCE TRADING PARTNERS, INC.**

We, the undersigned comprising all shareholders and directors of Providence Trading Partners, Inc., a corporation formed under the laws of the State of Florida, hereby unanimously agree and ratify the following resolutions without requiring notice for a meeting or announcement of purpose of a meeting.

1. The directors propose to amend the Articles of Incorporation and submit the amendment to the shareholders for approval.
2. The attached First Amendment to the Articles of Incorporation is hereby approved to delete the initial principal office of the corporation and provide the current address.

Effective Date: July 1, 2004

  
 \_\_\_\_\_  
**ROBERT GOLDBAUM**  
 Shareholder and director

  
 \_\_\_\_\_  
**DAVID GOLDBAUM**  
 Shareholder and director

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