

P04000124851

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BASIC AMENDMENT

BALHARBOUR UNION CORPORATION

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Amend CM  
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## FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

January 28, 2005

BALHARBOUR UNION CORPORATION  
801 BRICKELL AVE STE 1580  
MIAMI, FL 33131SUBJECT: BALHARBOUR UNION CORPORATION  
REF: PD4000124851*\*Resubmit\**

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

You failed to make the correction(s) requested in our previous letter.

The amendment must be adopted in one of the following manners:

- (1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.
  - (a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-
  - (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.
- (2) If an amendment was adopted by the incorporators or board of directors without shareholder action.
  - (a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
BALHARBOUR UNION CORPORATION

Pursuant to the provisions of Florida Statutes 607.1006, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation;

1. The Articles of Incorporation are amended as follows:

ARTICLE V. Capital Stock

(a) The corporation is authorized to issue two classes of stock designated as Class A and Class B, respectively, \$.01 par value. The number of shares of Class A stock authorized to be issued is 4,357.50. The number of shares of Class B stock authorized to be issued is 642.5.

(b) Each share of stock, whether it be Class A stock or Class B stock shall have an equal liquidation preference in the corporation, and shall share equally in the profits of the corporation. However, Class A stock shall have no voting rights whatsoever in corporate matters. All voting rights on matters entitled to be voted on by the stockholders shall be vested in Class B stock.

2. Corporate Number: P040001248651.
3. Adopted by the Board of Directors prior to the issuance of shares, and the Shareholder's action was not required.
4. Adopted this 14<sup>th</sup> day of October, 2004.

IN WITNESS WHEREOF, these Articles of Amendment to Articles of Incorporation of the Corporation have been executed this 14<sup>th</sup> day of October, 2004.

BALHARBOUR UNION CORPORATION

By:   
Simon Masri Akenaski, President