

P98000065098

Steps Toward Success, Inc.

In partnership with the Dade County Legal Aid Society
Providing Comprehensive No Cost Legal Services for Low Income Business Owners

123. N.W. First Avenue, Miami, Florida 33128

Telephone (305) 579-5733 ext. 2251

FAX (305) 372-7693

Executive Director, Russell Jacobs

May 2, 2000

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-05/08/00--01128--003
*****35.00 *****35.00

RE: Second Amendment to the Articles of Incorporation for:
KRIS INTERNATIONAL, INC.
P98000065098

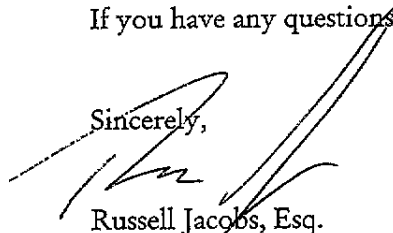
To Whom It May Concern:

Enclosed please find one original and one copy of the authorized Articles of Amendment for the above-referenced corporation. Kindly file the original and return a copy to me as legal representative for the corporation's records.

Also, please find check #92 in the amount of \$35.00 for the amendment to the Articles of Incorporation.

If you have any questions or concerns, please do not hesitate to contact me.

Sincerely,


Russell Jacobs, Esq.

FILED
00 MAY -8 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

all 5/18
amend

SECOND AMENDMENT TO THE ARTICLES OF INCORPORATION

FOR

KRIS INTERNATIONAL, INC.

A FLORIDA FOR-PROFIT CORPORATION

Pursuant to the provisions of Chapter 607 of the Florida Statutes, as amended, KRIS INTERNATIONAL, INC, (hereinafter Corporation) by and through its shareholders hereby adopts the following Second Amendment to the Articles of Incorporation for the above-referenced corporation as follows:

ARTICLE III: SHARES OF STOCK

This Corporation shall have the authority to issue Nine Hundred (900) shares of Common Stock in addition to the 100 previously authorized shares for a total of One Thousand (1,000) shares, \$1 par value per share, of which Five Hundred (500) shares (including the 100 previously authorized shares) shall be voting Common Stock ("Class A Common Stock") and Five Hundred (500) shares shall be non-voting Common Stock ("Class B Common Stock"). Such shares of Common Stock are hereinafter collectively referred to as the "Capital Stock."

The holders of Class A Common Stock and Class B Common Stock shall have identical rights with respect to (a) distributions from the Corporation; (b) the liquidation of the Corporation; and (c) all other matters affecting the Corporation, except that the holders of the Class B Common Stock shall not be entitled to vote on any matters affecting the Corporation (except as otherwise required by Florida law).

IN WITNESS WHEREOF, I, KRISTOFER GRAY, the undersigned sole shareholder of KRIS INTERNATIONAL, INC., have affixed my signature thereto on this 28 day of April, 2000, and acknowledged the same to be my act indicating that this Second Amendment to the Articles of Incorporation was duly adopted by the Shareholders on 28 day of April, 2000.

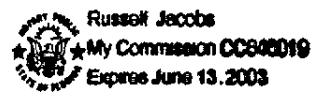
Kristofer Gray
KRISTOFER GRAY, SOLE SHAREHOLDER

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to before me this 28 day of April, 2000, by KRISTOFER GRAY, who personally appeared before me at the time of notarization, and who is personally known to me or have produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGNATURE: [Signature]



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA