

Division of Corporations

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# 1401730

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**Transmittal Cover Sheet****From:**

Meredith Kimmel

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**To:**

Division of Corporations

**Fax No:**

18506176380

**Company:**

Florida Department of State

**Phone No.:****File No.:** 010341.010300**Re:** 4TH & 4TH Corp**Date:** 12/28/10 12:50 PM**No. Pages:** Including Cover Sheet 4**If you do not receive all pages properly, please call the sender.****Notes:** Please file the attached Articles of Amendment to the Articles of Incorporation of 4TH & 4TH Corp. with the Florida Secretary of State.

Please let me know should you have any problems.  
Thank you,  
Meredith

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**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
4<sup>TH</sup> & 4<sup>TH</sup> CORP.**

Pursuant to Florida Statutes §607.1003, the Corporation's Articles of Incorporation hereby amended as provided herein.

1. The name of this Corporation is 4<sup>TH</sup> & 4<sup>TH</sup> CORP. (the "Corporation").
2. Article III of Corporation's Articles of Incorporation is hereby deleted in its entirety and replaced by the following:

**"ARTICLE III**

The aggregate number of shares which the corporation shall have the authority to issue is Five Hundred (500) shares of Voting Common Stock, no par value (the "Voting Common Stock"), and Ninety-Five Thousand (95,000) shares of Non-Voting Common Stock, no par value (the "Non-Voting Common Stock").

The holders of Voting Common Stock and Non-Voting 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 Non-Voting Common stock shall not be entitled to vote on matters affecting the Corporation (unless required by Florida Statutes §607.1004(4), 607.1103(6) or other provisions of Florida law)."

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
4. The amendment herein provided for was duly recommended by the Board of Directors of the Corporation to the shareholders.
5. The amendment herein provided for was unanimously approved and adopted by a majority of the shareholders of the Corporation on December 27, 2010.
6. The reclassification and exchange of shares contemplated by these Articles of Amendment will be implemented pursuant to that certain Plan of Recapitalization approved by the Board of Directors and the shareholders of the Corporation.

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7. These Articles of Amendment shall be effective as of the date these Articles of Amendment are filed with the Department of State of the State of Florida.

The undersigned has executed these Articles of Amendment to the Articles of Incorporation of 4<sup>TH</sup> & 4<sup>TH</sup> CORP., this 23 day of December, 2010.

By:



Ronald Feldman, President