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BASIC AMENDMENT

W.H. REYNOLDS DISTRIBUTOR, INC.

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ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
W. H. REYNOLDS DISTRIBUTOR, INC.

1. The name of the corporation prior to this Amendment is: W. H. Reynolds Distributor, Inc.

2. This Amendment changes the name of this corporation to HLR Holdings, Inc., and, therefore, old Article I of the corporation's Articles of Incorporation is hereby deleted and new Article I is added and shall read as follows:

ARTICLE I - NAME

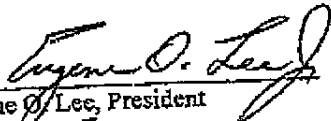
The name of the corporation shall be: "HLR HOLDINGS, INC."

3. The foregoing Amendment was adopted by the board of directors of the corporation and by the shareholders of the corporation on August 30, 2000, by unanimous consent.

4. The above Amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

IN WITNESS WHERE, we have hereunto set our hand as of this 12<sup>th</sup> day of September, 2000.

W. H. REYNOLDS DISTRIBUTOR, INC.

  
Eugene O. Lee, President

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