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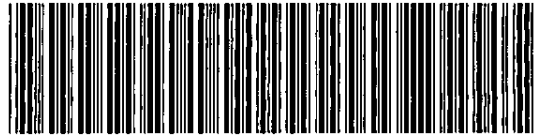
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: JOEL FOX, INC.

DOCUMENT NUMBER: 292359

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joseph T. Ducanis, Jr., Esq.

Name of Contact Person

ROGERS, MORRIS & ZIEGLER LLP

Firm/ Company

1401 E. Broward Bd., Suite 300

Address

Fort Lauderdale, FL 33301

City/ State and Zip Code

jtducanis@rmzlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Joseph T. Ducanis, Jr., Esq.

Name of Contact Person

at (954)

462-1431
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
JOEL FOX, INC.
DOC# 292359**

FILED
2009 JUN -1 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Pursuant to Section 607.1006 of the Florida General Corporation Act):

The undersigned, **DIANA T. BENSON**, the President/Director, of **JOEL FOX, INC.**, a corporation organized and existing under and by virtue of the provisions of the Florida General Corporation Act (the "Corporation"), the Articles of Incorporation of which were duly filed with the Department of State of the State of Florida on April 27, 1965, and, with respect to which, Articles of Amendment were filed on June 9, 1999, **DOES HEREBY CERTIFY:**

1. The name of the Corporation is **JOEL FOX, INC.**
2. The amendment made to the Corporation's Articles of Incorporation is as follows:

ARTICLE III of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

ARTICLE III

The maximum number of shares of stock which this Corporation is authorized to issue and have outstanding at one time shall be One Thousand (1,000) shares of Common Stock, with no par value.

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
4. The Amendment hereby made to the Articles of Incorporation was duly adopted by a written statement executed by all of the shareholders and directors of the Corporation as of May 18, 2009 pursuant to Sections 607.1003, 607.0704 and 607.0821 of the Florida General

Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed this document effective as of this 18th day of May, 2009.

JOEL FOX, INC., a Florida corporation

Janet Klendworth

BY: Diana Benson
DIANA T. BENSON,
President/Director

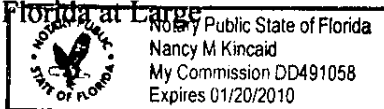
Nancy M. Kincaid

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by DIANA T. BENSON, who is personally known to me or who has produced FLA. DRIVERS LICENSE as identification.

WITNESS my hand and official seal in the State and County last said this 18th day of May, 2009.

Nancy M. Kincaid
Notary Public
State of Florida at Large



Typed, printed or stamped name of Notary Public