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BASIC AMENDMENT

DICKEY SCALES, INC.

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF DICKEY SCALES, INC.



Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, DICKEY SCALES, INC., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I Name

The name of the corporation is DICKEY SCALES, INC.

ARTICLE II Amendment

The Articles of Incorporation of this Corporation are amended by changing Article I to read as follows:

"ARTICLE I Name

The name of the corporation is DICKEYS WEIGH OUT, INC."

ARTICLE III Date of Adoption

The amendment was adopted on the 1999 day of May 1999.

ARTICLE IV Manner of Adoption

The amendment was duly approved by the written consent of the sole shareholder and sole director of the Corporation.

Dated this 1915 day of May, 1999.

DICKEY SCALES, INC.

James M. Sexton

President

Prepared and filed by: Nathaniel L. Donliner, Esq. Carlton Fields F.O. Box 3239

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