CHARLES S. SOKOLOFF INCORPORATED • COUNSELORS AT LAW

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June 8, 2001

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VIA PRIORITY MAIL

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

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Re: PRU-LESCO, INC.

Dear Sir/Madam:

I am enclosing for filing Articles of Amendment and \$43.75 filing fee (\$35.00 filing fee; \$8.75 certified copy fee) for the captioned corporation.

Please return the certified copy of the Articles of Amendment to my attention at the above address.

I am also enclosing for filing the 2001 Uniform Business Report for the captioned corporation; letter of explanation as to the late filing date; and \$150.00 filing fee.

If you should have any questions or should require anything further, please contact me.

Thank you.

Very truly yours,

A. lockser

Barbara J. Cochran Legal Assistant

/bjc Enclosures

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED OI JUN 12 AM 9:08 DECALIAKY OF STATE TALLAHASSEE, FLORIDA

PRU-LESCO, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article Twelfth is amended to read in its entirety as follows:

"Twelfth: The members of the Board of Directors of the Company shall be elected

by a simple majority vote of the shareholders present, in person or by proxy at

any properly called and constituted shareholders' meeting at which a quorum is present.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: June 5, 2001
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
X	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
. 🛛	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this Sth day of June 2001
Signature	Habrid Dants
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	(-) machine al ma automal
	OR
	(By an incorporator if adopted by the incorporators)

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Gabriel Doumato

Typed or printed name

President

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Title