

Division of Corporations

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BASIC AMENDMENT
CATALINA LIGHTING, INC.

Certificate of Status	0
Certified Copy	0
Page Count	01
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Amendment

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Corporate Filing

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**CERTIFICATE OF AMENDMENT
OF
CATALINA LIGHTING, INC.**

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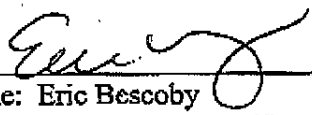
Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "FBCA"), the undersigned, Catalina Lighting, Inc., a Florida corporation (the "Corporation"), by its Chief Executive Officer, does hereby make and execute this Certificate of Amendment:

- (a) The name of the Corporation is Catalina Lighting, Inc.
- (b) The board of directors adopted a resolution on October 3, 2001 approving an increase in the number of authorized shares of the Corporation's Common Stock, par value \$.01 per share, from 20,000,000 shares to 100,000,000 shares.
- (c) The number of votes cast for this amendment by the shareholders of the Corporation was sufficient for approval.
- (d) In connection with the increase in authorized Common Stock, Paragraph 1 of Article III of the Corporation's Articles of Incorporation is amended in its entirety to read as follows:

1. The aggregate number of shares which the corporation shall have authority to issue is One Hundred Million (100,000,000) shares of Common Stock having a par value of one cent (\$.01) per share and One Million (1,000,000) shares of Preferred Stock having a par value of one cent (\$.01) per share.

IN WITNESS WHEREOF, this Certificate of Amendment of Catalina Lighting, Inc. has been executed by Catalina Lighting, Inc., by its Chief Executive Officer, this 7th day of November, 2001.

CATALINA LIGHTING, INC.

By: 
Name: Eric Bescoby
Title: Chief Executive Officer

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