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468959

December 8, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **WAGNER PRODUCTS, INC.**
Our File No: 5172.0000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 10 PM 2:07

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*****43.75 *****43.75

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of WAGNER PRODUCTS, INC., together with our firm's trust account check in the amount of \$43.75 representing the filing fee and the cost for a certificate of status. Kindly process same and return one filed copy along with the certificate of status to our office in the self-addressed, stamped envelope provided for your convenience.

Thank you for your prompt assistance in this matter.

Very truly yours,



IRENE RUBANCHIK
Legal Assistant

Enclosures

N.C.

12-15-97

CC

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
WAGNER PRODUCTS CORP.**

Pursuant to Section 607.1006 of the Florida Statutes, the Articles of Incorporation of the above-named corporation are hereby amended as follows:

FIRST: The name of the corporation is WAGNER PRODUCTS CORP.

SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation:

The name of the corporation shall be:

WAGNER HOLDINGS CORP.

THIRD: This amendment was adopted by the Board of Directors of the corporation on December 3, 1997.

Shareholder action was not required to adopt this amendment.

WAGNER PRODUCTS CORP.

By: 

STUART J. WAGNER, President and Director

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