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Florida Department of State
Division of Corporations
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BASIC AMENDMENT
PRIDMORE CORP.

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AMEND
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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 25, 2002

FRIDMORE CORP.
150-B EAST DR. (32904)
P.O. BOX 2095
MELBOURNE, FL 32902

SUBJECT: FRIDMORE CORP.
REF: G84825

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Karen Gibson
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FROM

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PRIDMORE CORP.**

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Pursuant to the provisions of section 607.1006, Florida Statutes, Pridmore Corp., a Florida corporation (the "Corporation") hereby adopts the following Articles of Amendment to its Articles of Incorporation:

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

"ARTICLE III - CAPITAL STOCK

The Corporation is authorized to issue two classes of common stock as follows:

<u>Class of Stock</u>	<u>Number of Authorized Shares</u>	<u>Par Value</u>
Class A Voting Common Stock	1,000	\$1.00
Class B Nonvoting Common Stock	1,000	\$.001

SECOND: The name and address of the corporation are Pridmore Corp., 150-B East Drive, Melbourne, Florida 32904.

The foregoing Amendment to the Articles of Incorporation was duly adopted and approved by the Board of Directors and Shareholders of the Corporation as of September 24, 2002.

The foregoing amendment to the Corporation's Articles of Incorporation will become effective upon the filing of these Articles of Amendment to the Articles of Incorporation with the Florida Department of State.


FROM

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The undersigned director and President of the Corporation has executed this Amendment to the Articles of Incorporation this 24th day of September, 2002.

PRIDMORE CORP.

By: 
Name: Donna Jay Pridmore
Title: Director and President

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