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LAW OFFICES OF
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February 19, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/21/97--D1094--008
*****35.00 *****35.00

Re: Amendment to Articles of Incorporation
Frenchtex, Inc.

Gentlemen:

Enclosed please find and original and one copy Amendments to Articles of Incorporation of Frenchtex, Inc. Please return a certified copy to our office. Enclosed is a check in the amount of \$35.00 to cover the fees.

If anything further is needed, please do not hesitate to call our office.

Very truly yours,



Eric P. Littman

EPL/ljc

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 21 PM 2:42

Amend

TLL FEB 25 1997

**AMENDMENT TO
ARTICLES OF INCORPORATION OF
FRENCHTEX, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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THE UNDERSIGNED, being the president of FRENCHTEX, INC., does hereby amend the Articles of Incorporation of FRENCHTEX, INC. as follows:

ARTICLE III

PREFERRED STOCK

4.1. Preferred Shares. The total number of preferred shares which the Corporation shall have the authority to issue shall be increased from 500,000 to 5,000,000, \$.01 par value.

4.2. Preferred Stock. The board of directors is authorized, subject to limitations prescribed by law, to provide for the issuance of shares of Preferred Stock in one or more series, to establish the number of shares to be included in each series, and to fix the designation, powers, including voting rights, if any, preferences, and rights of the shares of each series, and any qualifications, limitations, or restrictions thereof.

4.3. Other Powers of the Board of Directors With Respect to Shares.

(a) The board of directors may effectuate dividends payable in shares by issuance of shares of any class or series to holders of shares of any other class or series.

(b) The board of directors may issue rights and options to acquire shares upon such terms as the board of directors shall determine.

I hereby certify that the following was adopted by the unanimous vote of the directors of the corporation on January 25, 1997 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this
Amendment to Articles of Incorporation on February 10, 1997.

Don M. Waters President and Director
Don M. Waters, President and Director

The foregoing instrument was acknowledged before me on February 10, 1997, by
Don M. Waters, who is personally known to me, or who has produced
Driver's License as identification.

Lori Gensler
Notary Public

My commission expires



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