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WOOL SUPPLY OF NAPLES, INC.

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AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
WOOL SUPPLY OF NAPLES, INC.

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

1. ARTICLE III is hereby amended to read as follows:

The total number of shares the Corporation is authorized to issue is One Hundred (100) shares of which Ten (10) shall be voting common stock and Ninety (90) shall be non-voting common stock. Each share of the Corporation's stock shall have a par value of Five (\$5.00) Dollars per share. Voting Common Stock shall have the same rights and preferences as the holders of non-voting Common Stock, except that the holders of the non-voting Common Stock shall have no voting rights whatsoever. The actual consideration to be paid for each share shall be fixed by the Stockholders.

2. The Amendment was unanimously adopted by the directors and shareholders of the Corporation on 30 DAY of July 2009
3. Except as hereby amended, the existing Articles of Incorporation of the Corporation shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, has executed these Articles of Amendment, this 30 day of July, 2009.



RANDY WOOL, President


**CERTIFICATE OF APPROVAL  
OF WOOL SUPPLY OF NAPLES, INC.**

This Amendment to the Articles of Incorporation contains an Amendment to Article III of the Articles of Incorporation, which were filed December 10, 1987. The Amendment seeks to replace the prior Article III with new provisions providing for two classes of Common Stock.

The board of directors recommended this Amendment to the shareholders, pursuant to Florida Statutes Section 607.1003. The shareholders unanimously approved the recommendation via a Written Consent executed on the 30 day of July, 2009.

The undersigned has executed this Certificate of Approval as of the 30 day of July, 2009.

WOOL SUPPLY OF NAPLES, INC.

  
\_\_\_\_\_  
RANDY WOOL, President