

MAR-07 2004 11:34

TRENAM KEMKER

813 229-6553

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JTM 04-4069

BASIC AMENDMENT

THE PAR WORLDWIDE GROUP INCORPORATED

Certificate of Status	0
Certified Copy	1
Page Count	03
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Art. of Correction
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ARTICLES OF CORRECTION
FOR
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE PAR WORLDWIDE GROUP INCORPORATED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0124, Florida Statutes, this corporation files these Articles of Correction within 30 days of the file date of the document being corrected.

These Articles of Correction correct the Amended and Restated Articles of Incorporation of The PAR Worldwide Group Incorporated filed with the Florida Department of State on February 3, 2004.

FIRST: The existing Article VI is deleted in its entirety and it replaced with the following:

ARTICLE VI

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 100,000,000 shares of common stock with a par value of \$0.01 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

SECOND: The existing Article IV is deleted in its entirety and it replaced with the following:

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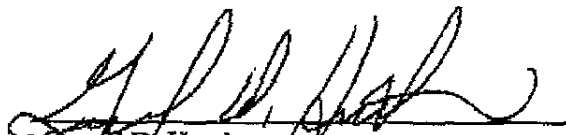
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ARTICLE IV

Registered Office and Registered Agent

The registered office of the corporation shall be located at 129 North Main Street, Brooksville, FL 34601, and the registered agent of this corporation at such office shall be Robert Allen Morris, Jr., Esq. The Corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

Dated this 2nd day of March, 2004.



Gerald D. Henderson
President and Chief Executive Officer

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