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BASIC AMENDMENT

PRODUCTS FOR THE MILLENNIUM, INC.

Certificate of Status	0
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AMEND  
KRB 5-1

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PRODUCTS FOR THE MILLENNIUM, INC.**

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02 MAY - 1 PM 2:57  
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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article IV entitled "Preemptive Rights" of the Articles of Incorporation of Products for the Millennium, Inc. (the "Corporation") is hereby deleted in its entirety.
2. The foregoing Amendment was adopted by the Corporation's sole shareholder and director through Actions Without a Meeting of the Sole Shareholder and of the Director on the 30th day of April, 2002. The number of shares voting in favor of the foregoing amendment was sufficient for approval.

The undersigned President of the Corporation has executed these Articles of Amendment to the Articles of Incorporation on this 30th day of April, 2002.

**PRODUCTS FOR THE MILLENNIUM, INC.**

By: \_\_\_\_\_

*[Signature]*  
Farid Ajlouni, President

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**ACTION BY DIRECTORS WITHOUT A MEETING**

FARID AJLOUNI, as the Sole Director of PRODUCTS FOR THE MILLENNIUM, INC., a Florida corporation (the "Company"), hereby adopt the following resolutions by written consent in lieu of holding a meeting, as permitted by Section 607.0821 of the Florida Statutes:

**RESOLVED**, that Article IV entitled "Preemptive Rights" of the Company's Articles of Incorporation be deleted in its entirety.

**BE IT FURTHER RESOLVED**, that the remaining Articles of the Company's Articles of Incorporation, as amended, shall remain unchanged.

**BE IT FURTHER RESOLVED**, that this proposed amendment of the Company's Articles of Incorporation be submitted to a vote of the Company's shareholders for approval.

Pursuant to Section 607.0821 of the Florida Statutes, I hereby consent to the foregoing Action by Directors Without a Meeting.

Date: April 30, 2002

  
\_\_\_\_\_  
FARID AJLOUNI, Director

**H 02000128126****ACTION BY SHAREHOLDER WITHOUT A MEETING**

FARI AJLOUNI, as the sole shareholder of PRODUCTS FOR THE MILLENNIUM, INC., a Florida corporation (the "Company"), hereby adopt the following resolutions by written consent in lieu of holding a Meeting of Shareholders, as permitted by Section 607.0704 of the Florida Statutes:

**RESOLVED**, that Article IV entitled "Preemptive Rights" of the Company's Articles of Incorporation be deleted in its entirety.

**BE IT FURTHER RESOLVED**, that the remaining Articles of the Company's Articles of Incorporation, as amended, shall remain unchanged.

**BE IT FURTHER RESOLVED**, that the appropriate officers of the Company prepare, sign and file with the Florida Secretary of State appropriate Articles of Amendment to effect the amendment.

Pursuant to Section 607.0704 of the Florida Statutes, I hereby consent to the foregoing Action by Shareholders Without a Meeting.

Date: April 30, 2002

  
\_\_\_\_\_  
FARI AJLOUNI**H 02000128126**