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April 19, 2001

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
ATTN: Amendment Section

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-04/23/01--01061--012
*****35.00 *****35.00

RE: Nooney Enterprises, Inc.
Our File No. N1336-160423

Dear Sir or Madam:

Enclosed is the Articles of Amendment to Articles of Incorporation for the above-referenced limited liability company and our check in the amount of \$35.00 to cover the filing fees.

We appreciate your assistance in this matter.

Very truly yours,

EASTMAN & SMITH LTD

JoDel M. Sommer
JoDel M. Sommer
Paralegal

FILED
01 APR 23 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JMS
Enclosure

cc: Steven E. Carr, Esq., w/o enclosures
Jeffrey D. Snavely, Esq., w/o enclosures
James F. Nooney, Jr., w/o enclosures

N/c

T BROWN MAY - 1 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NOONEY ENTERPRISES, INC.

FILED
01 APR 23 PM 3: 56
SECRETARY OF STATE
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:

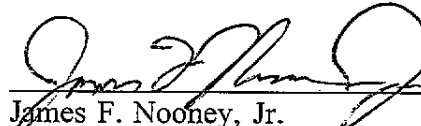
FIRST: Amendment adopted:

"**ARTICLE I NAME:** The name of the Corporation shall be Har-Les Tools, Dies & Machine Company, Inc."

SECOND: The date of the amendment adoption is April 14th, 2001.

THIRD: The amendment was adopted by the incorporator without shareholder action and shareholder action not required.

Signed this 14th day of April, 2001. __


James F. Nooney, Jr.
Incorporator