

Nov-25-02 14:33

From: BAKER & HOSTETLER, LLP

To: 3 P 11/02 F-588

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**BASIC AMENDMENT**

**CHARNIDA, INC.**

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*Amendment*  
*11/26/02*

Nov-25-02 14:33

From-BAKER&HOSTETLER, LLP

T-283 P.02/02

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ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
CHARNIDA, INC.

Pursuant to the requirements of Sections 607.1003 and 607.1006, Florida Statutes, the undersigned does hereby make, swear to, adopt and file these Articles of Amendment to the articles of Incorporation of Charnida, Inc. (the "Corporation"), which Corporation was incorporated under the laws of the State of Florida on September 25, 2001:

1. All the members of the Board of Directors of the Corporation have proposed an amendment to the Articles of Incorporation, and the Board of Directors and Shareholders unanimously voted to approve said change. Therefore, Article V of the Corporation's Articles of Incorporation shall be deleted in its entirety and the following inserted in its place:

ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000,000 shares of Common Stock ("Common Stock"), \$0.01 par value per share.

2. All other provisions of the Corporation's Articles of Incorporation shall remain in full force and effect, unaltered except as expressly provided above.

3. The foregoing amendment to the Articles of Incorporation was unanimously adopted by all of the members of the Board of Directors and all of the Shareholders of the Corporation on the 22 day of November, 2002, and the number of votes cast for such amendment was sufficient for approval.

DATED this 25<sup>th</sup> day of November, 2002.

\*\*\*\*CORPORATE SEAL\*\*\*\*

CHARNIDA, INC., a  
Florida corporation

By: 

Charles Robinson  
President

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