

FD2000008317

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000241633 5))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850)205-0380

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

RECEIVED  
02 DEC 27 PM 3:10  
DIVISION OF CORPORATIONS

FILED  
02 DEC 27 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

PRIMATE PRODUCTS, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 03      |
| Estimated Charge      | \$43.75 |

*Amend  
12/30/02  
[Signature]*

FILED

H020000241633

02 DEC 27 PM 3:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PRIMATE PRODUCTS, INC.

*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(s) adopted: (indicate article number(s) being amended, added or deleted)*

Article IV entitled Capital Stock of the Articles of Incorporation are hereby deleted, amended and modified and in its place the following has been adopted:

**"ARTICLE IV- CAPITAL STOCK"**

The agreement number of shares of all classes of capital stock which this Corporation is authorized to issue is 10,000 shares consisting of (i) 7,500 shares of common stock, par value of \$1.00 per share (the "Common Stock"); and (ii) 2,500 shares of preferred stock, par value of ten cents (.10¢) per share.

The holders of common stock shall have one vote for each share of such stock held.

The holders of record of the preferred stock shall be entitled to cash dividends when, as and if declared by the Board of Directors at the time, in the manner and the rate per share of 3% non cumulative as to the preferred stock. Dividends payable on the preferred stock must be paid or set apart for payment before any dividends may be declared and paid on the common stock with respect to the same time period.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the outstanding preferred stock shall be entitled to the amount payable upon their shares as determined by the Board of Directors in the resolution authorizing same. After payment to the holders of the preferred stock of the amount payable to them as above set forth, the remaining assets of this corporation shall be payable to, and distributed ratably among, the holders of record of the common stock.

All stock of this corporation, whether common stock or preferred stock, shall be issued upon the receipt of the consideration fixed for the issuance of stock. Such stock, once issued, shall be fully paid and nonassessable.

H020000241633

P02000008317

H020000241633

No holder of shares of any class of this corporation shall have (1) any preemptive right to subscribe for or acquire additional shares of this corporation of the same or any other class, whether such shares shall be hereby or hereafter authorized, or (2) any right to acquire any shares which may be held in the treasury of this corporation. All such additional of treasury shares may be issued or reissued for such consideration, at such time, and to such persons as the Board of Directors may from time to time determine."

**SECOND:** The date of the above amendment's adoption: January 1, 2002

**THIRD:** Adoption of Amendment(s)

The amendment(s) was approved by the shareholders. The number of votes cast for the amendment(s) was unanimous and sufficient for approval. Further, the amendment was unanimously approved and adopted by the Board of Directors.

Signed effective as of the 1<sup>st</sup> day of January, 2002-2003.

Signature: [Signature]  
Paul Houghton, Chairman of the Board of Directors, and Chief Executive Officer  
and Chief Financial Officer  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

H020000241633