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September 13, 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 16 PM 3:29

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

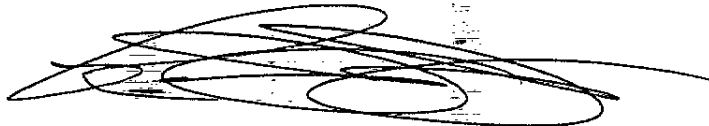
Re: BREGENZ HOLDINGS INC.

600007769596--7
-09/16/02--01051--014
*****35.00 *****35.00

Dear Sir or Madam:

Enclosing for filing are Articles of Amendment to the Articles of Incorporation for the above-referenced corporation. A check in the amount of \$35.00 is enclosed in payment of the filing fees.

Very truly yours,



Robert L. Jamerson, Jr., P.A.

Enclosures

Amend.

V SHEPARD SEP 24 2002

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

BREGENZ HOLDINGS INC.

(present name)

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(Document Number of Corporation (If known))

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)*

1. Article IV of the Articles of Incorporation is amended and restated to read as follows:

"Article IV

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 1,000 shares of common stock of a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting."

2. The Articles of Incorporation are further amended to include the following new Article IX:

"Article IX

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise."

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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THIRD: The date of each amendment's adoption: September 6, 2002

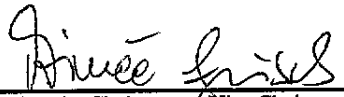
FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 6th day of September, 2002

Signature 
(By the Chairman of ~~Vice Chairman~~ of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Aimee Frisch
(Typed or printed name)

Incorporator
(Title)