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Division of Corporations

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BASIC AMENDMENT

PARAGON SPRINKLER SYSTEMS, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 4, 2003

PARAGON SPRINKLER SYSTEMS, INC.
14570 LURAY RD
SW RANCHES, FL 33330

SUBJECT: PARAGON SPRINKLER SYSTEMS, INC.
REF: P03000061677

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

PARAGON SPRINKLER SYSTEMS, INC.

**PURSUANT TO THE PROVISIONS OF SECTION 607.1006., FLORIDA
STATUTES, THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF
AMENDMENT TO ITS ARTICLES OF INCORPORATION.**

FIRST: AMENDMENT (S) ADOPTED:

ARTICLE VI: Change the name of the Vice President from Peter Paragone to Peter J. Paragone, and add Michael S. Hudson to the Board of Directors as the Treasurer of the company. Michael S. Hudson resides at 3180 NW 98th Avenue in Sunrise, Fl 33351.

ARTICLE VII: Change the name of the Vice President from Peter Paragone to Peter J. Paragone, and add Michael S. Hudson as the Treasurer of the company. Michael S. Hudson resides at 3180 NW 98th Avenue in Sunrise, Fl 33351.

SECOND: IF AN AMENDMENTS 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:

THIRD: THE DATE OF EACH AMENDMENT'S ADOPTION 07/14/03

FOURTH: ADOPTION OF AMENDMENT (S) (CHECK ONE)

_____ **THE AMENDMENT (S) WAS/WERE ADOPTED BY THE
INCORPORATES WITHOUT SHAREHOLDER ACTION AND
SHAREHOLDER ACTION WAS NOT REQUIRED.**

_____ **THE AMENDMENT (S) WAS/WERE ADOPTED BY THE BOARD
OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND
SHAREHOLDER ACTION WAS NOT REQUIRED.**


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_____ THE AMENDMENT (S) WAS/WERE ADOPTED BY THE BOARD
OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND
SHAREHOLDER ACTION WAS NOT REQUIRED.

 X 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 NUMBER OF VOTES CAST FOR AMENDMENT (S) WAS/WERE
SUFFICIENT FOR APPROVAL

BY 
Signature by the Chairman or Vice President of the Board of Directors, President or other Officer if adopted by the Stockholders
Peter Manuel Paragone, President

SIGNED THIS 14 DAY OF JULY, 2003

PARAGON SPRINKLER SYSTEMS, INC.
14570 LURAY ROAD
SW RANCHES, FL 33330

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND
RESPONSIBILITIES AS REGISTERED AGENT AND DIRECTOR FOR
PARAGON SPRINKLER SYSTEMS, INC.



PETER MANUEL PARAGONE
President

PARAGON SPRINKLER SYSTEMS, INC.
P03000061677