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## BASIC AMENDMENT

L. E. DRAKE ENTERPRISES, INC

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December 22, 2005

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

L. E. DRAKE ENTERPRISES, INC  
122 CALLOWAY CROSSING  
PEACHTREE CITY, GA 30269

**RESUBMIT**

SUBJECT: L. E. DRAKE ENTERPRISES, INC  
REF: P03000107371

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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The second page of the amendment is not clear and not suitable for imaging. Please try and improve the quality before refaxing the document for filing.

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Pamela Smith  
Document Specialist

FAX Aud. #: H05000290420  
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H050002904203

**ARTICLES OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
L.E. DRAKE ENTERPRISES, INC.**

The undersigned officer, on behalf of L.E. Drake Enterprises, Inc., a Florida corporation, corporate number P03000107371 (the "Corporation"), hereby certifies that an amendment to the Corporation's Articles of Incorporation has been duly approved by the Corporation's Board of Directors and Shareholders in accordance with Section 607.1006 of the Florida Statutes. Accordingly, the Articles of Amendment of the Corporation have been duly adopted on December 20, 2005 and are hereby amended as follows:

1. Article I of the Corporation's Articles of Incorporation is hereby amended and shall read in its entirety as follows:

**ARTICLE I**

The name of the corporation is: L.E.D. 32, Inc.

2. Article IV of the Corporation's Articles of Incorporation is hereby amended and shall read in its entirety as follows:

**ARTICLE IV**

The total number of shares of capital stock of which the Corporation shall be authorized to issue is Two Hundred Thousand (200,000) shares of Common Stock, with no par value ("Common Stock") of which Seventy Thousand (70,000) shares will be voting stock ("Voting Common Stock") and One Hundred Thirty Thousand (130,000) shares will be non-voting stock ("Non-Voting Common Stock").

A statement of the designations, powers, rights, qualifications, limitations and restrictions in respect of the Common Stock is as follows:

(a) Voting Rights.

(i) Except as otherwise provided in these Articles of Incorporation or required by applicable law, the holders of Voting Common Stock shall be entitled to vote on each matter on which the shareholders of the Corporation shall be entitled to vote, and each holder of Voting Common Stock shall be entitled to one vote for each share of such stock held by the holder.

(ii) The holders of Non-Voting Common Stock shall not have any voting rights except as may otherwise be provided in these Articles of Incorporation or required by applicable law. In any such case, each holder of Non-Voting Common Stock shall be entitled to one vote for each share of such stock held by such holder.

(b) Dividends. The Board of Directors of the Corporation ("Board") may cause dividends to be paid to the holders of shares of Common Stock out of funds legally available for the payment of dividends. Any dividend or distribution on the Common Stock shall be payable on shares of Voting Common Stock and Non-Voting Common Stock share and share alike; provided, that in the case of dividends payable in Common Stock of the Corporation, or options, warrants, rights to acquire such Common Stock, or securities convertible or exchangeable into

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Common Stock the shares, options, warrants, rights or securities to payable shall be payable in shares or options, warrants or rights to acquire or securities convertible into or exchangeable for. Common Stock of the same type upon which the dividend or distribution is being paid.

(c) Liquidation. In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, all distributions on the Common Stock of the Corporation shall be payable to the holders of shares of Voting Stock and Non-Voting Stock share and share alike.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to the Articles of Incorporation to be executed on December 20, 2005.

L.E.D. 32, INC.

By:   
Michael L. Drake, its President