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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

BASIC AMENDMENT

THE CAPELETTI COMPANIES, INC.

Certificate of Status	0
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Amend
07/28/04

ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION

Pursuant to the provisions of FSA § 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation before amendment: THE CAPELETTI COMPANIES, INC.
2. The name of the corporation after amendment: THE CAPELETTI COMPANIES, INC.
3. The text of each amendment as adopted is as follows:

The following articles are hereby added to the Articles of Incorporation of the corporation:

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ARTICLE VIII

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE IX

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE X

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of five directors.

4. The date of adoption of each amendment was: June 22, 2004.

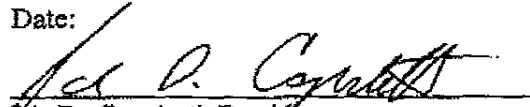
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5. Each amendment was adopted by:

Duly approved shareholder action in accordance with the provisions of FSA § 607.1003.

6. These amendments will be effective upon filing.

Date:


Joe D. Capeletti, President

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