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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

MBRM RIME, INC.

Certificate of Status	1
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Amendment

01/25/05

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ARTICLES OF AMENDMENT
OF
MBRM RIME, INC.
A FLORIDA CORPORATION

FILED
05 JAN 25 PM 4:57
CLERK OF STATE
TALLAHASSEE, FLORIDA

The following provisions of the Articles of Incorporation of MBRM RIME, INC., a Florida corporation, filed in Tallahassee on November 23, 2004, are hereby amended as follows:

1. Article 8 is amended to read as follows:


Directors. The name and street address of the first Board of Directors is as follows:

<u>Name</u>	<u>Street Address</u>
Allen M. Meisler	100 Village Street Birmingham, AL 35242
Harold W. Ripps	100 Village Street Birmingham, AL 35242

2. The foregoing amendment was adopted by unanimous consent of all the Stockholders and Directors of the Corporation on the 10th day of January, 2005.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 24th day of January, 2005.

MBRM RIME, INC., a Florida corporation


By: Harold W. Ripps
Its: President
(Corporate Seal)

Prepared by:
Elizabeth J. Walters, Esq. - Florida Bar #0049468
Burke, Blue, Hutchison & Walters, P.A.
P.O. Box 70
Panama City, FL 32402
(850) 769-1414
(850) 784-0857 - Fax

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MBRM RIME, INC., a Florida corporation

Allen M. Meisler
 By: Allen M. Meisler
 Its: Secretary
 (Corporate Seal)

Alabama
 STATE OF ~~FLORIDA~~
 COUNTY OF Shelby

The foregoing instrument was acknowledged before me this 24 day of January, 2005, by Harold W. Ripps, President of MBRM Rime, Inc., a Florida corporation, on behalf of the corporation. He (notary must check applicable box):

- ☒ is personally known to me.
☐ produced a current driver's license as identification.
☐ produced _____ as identification.

(SEAL)

Sandra Jackson
Sandra Jackson
 (Print Name)
 Notary Public
 Serial # _____
 My Commission Expires: 10/14/06

Alabama
 STATE OF ~~FLORIDA~~
 COUNTY OF Shelby

The foregoing instrument was acknowledged before me this 24 day of January 2005, by Allen M. Meisler, Secretary of MBRM Rime, Inc., a Florida corporation, on behalf of the corporation. He (notary must check applicable box):

- ☒ is personally known to me.
☐ produced a current driver's license as identification.
☐ produced _____ as identification.

(SEAL)

Sandra Jackson
Sandra Jackson
 (Print Name)
 Notary Public
 Serial # _____
 My Commission Expires: 10/14/06