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BASIC AMENDMENT

PRIME PLUS ACQUISITION CORP.

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Articles of Amendment to Articles of Incorporation of PRIME PLUS ACQUISITION CORP.

Pursuant to the provisions of Section 607.1006, Florida Stanutes, this Florida profit corporation adopts the following amendment to its Articles of Incorporation:

Article Four, Capital Stock, is amended to read as follows:

ARTICLE FOUR CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is 5,000, all of which shall be common shares with par value of \$1.00.

The date of adoption of the amendment: November $\frac{17}{1}$, 2005.

Effective date, if applicable: The date of filing this Amendment.

ADOPTION OF AMENDMENT

The amendment was approved by the shareholders. The number of votes east for the amendment by the shareholders was sufficient for approval.

(By a director, president, or other officer)

Theresa O'Brien

re President

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