

P07000009278

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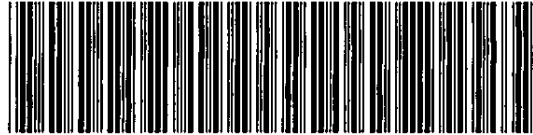
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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9/2/08*

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* BOARD CERTIFIED IN TAXATION AND
MASTER OF LAWS IN ESTATE PLANNING
** BOARD CERTIFIED IN WILLS, TRUSTS, ESTATES

September 19, 2008

Attn: Corporations Division
Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

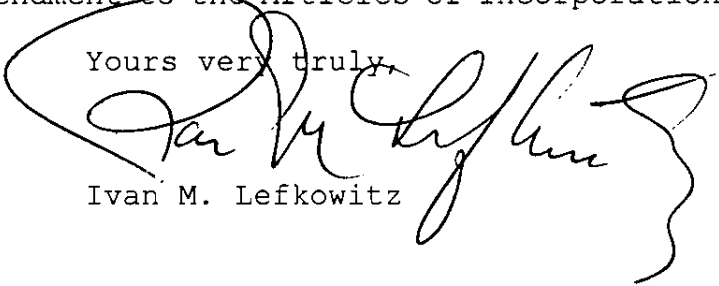
Re: Knob Hill Group, Inc.
Effective Date: Date of Filing

Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Amendment to the Articles of Incorporation of the above referenced corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Amendment to the Articles of Incorporation on the duplicate copy, and return a certified copy to this office.

A check is also enclosed in the total amount of \$43.75 to cover the \$35.00 filing fee and the \$8.75 fee for the certified copy of the Articles of Amendment to the Articles of Incorporation.

Yours very truly,


Ivan M. Lefkowitz

IML:glg
Enclosures
cc: Richard J. Walsh, President

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KNOB HILL GROUP, INC.**

KNOB HILL GROUP, INC., a corporation organized and existing under the laws of the State of Florida, under certificate number P07000009278, filed in the office of the Secretary of State on January 22, 2007, hereby certifies as follows:

1. The directors and shareholders considered amending the Articles of Incorporation so as to recapitalize the corporate structure by changing the authorized number of shares of stock to One Hundred Thousand (100,000), and to provide for a par value of \$0.01. After discussion, it was

RESOLVED, that the Articles of Incorporation of KNOB HILL GROUP, INC. be amended so as to increase the maximum number of shares of stock authorized to One Hundred Thousand (100,000) and to set the par value to \$0.01 per share, and that Articles IV shall be amended to read in its entirety as follows:

"ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred Thousand (100,000) shares of common stock having a par value of One Cent (\$0.01) per share. Ten Thousand (10,000) of said shares shall be designated and known as voting common stock and Ninety Thousand (90,000) of said shares shall be designated and known as nonvoting common stock. Except for voting rights, all shares of common stock shall be subject to the same rights and shall be in equal in all other respects."

2. These Articles of Amendment were approved by all of the director(s) of the corporation and by all of the shareholder(s) by joint written action dated MARCH 4, 2008.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles this 4th day of MARCH, 2008.

KNOB HILL GROUP, INC.

By: [Signature]

President