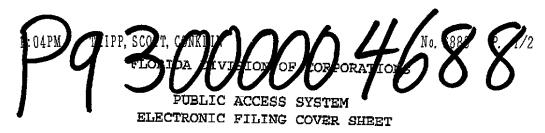
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TO: DIVISION OF CORPORATIONS

(650) 922-4000

FAX #:

FROM: TRIPP, SCOTT, CONKLIN & SMITH

075350000065

CONTACT: IRIS

PHONE: (954)525-7500

(954)761-8475

ACCT#:

NAME: LABATE HOLDINGS, INC.

AUDIT NUMBER...... H98000022026

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Amendment 11/24/98 DC

H98000022026

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF LABATE HOLDINGS, INC.

The following provision of the Articles of Incorporation of Labate Holdings, Inc.

Florida corporation ("Corporation"), filed with the Department of State on Florida, Charles, Number P93000004688, be and they are hereby amended as follows:

Article LIL of the Articles of Incorporation of this Corporation is amended and restated to read in its entirety as follows:

ARTICLE IV

4. <u>Authorized Shares</u>. The total number of shares of stock of all classes which the Corporation shall have authority to issue is One Million (1,000,000) shares of Common Stock, with a par value of One Cent (\$.01) per share (hereinafter called "Common Stock").

The foregoing amendment was adopted by all the Directors and all the shareholders of the Corporation by written consent in lieu of a meeting dated effective as of November 24, 1998. The number of votes cast by the Shareholders in favor of the amendment was sufficient to approve the amendment.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of November 24, 1998.

James B. Labate, President and Director

This document prepared by:
Dennis D. Smith
Florida Bar No. 242098
Tripp Scott
110 SK 6th Street, 15th Floor
Ft. Lauderdale, FL 33301
(954)525-7500