

CAPITAL CONNECTION, INC.

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Action Wire & Cable Corporation

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-12/26/00--01035--021
*****43.75 *****43.75

Art of Inc. File

Amend

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED
00 DEC 26 PM 2:40
RECEIVED
2001 DEC 28 AM 11:40
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

LM 12/26 10:35

Walk-In

Will Pick Up

RR

12/26/00

FILED
00 DEC 26 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF
ACTION WIRE & CABLE CORPORATION**

In compliance with the requirements of F.S. Chapter 607.1006, the undersigned, being a natural person, does hereby act in amending and filing the following Articles of Amendment.

**ARTICLE I
NAME**

The name of the corporation ("Corporation") is **ACTION WIRE & CABLE CORPORATION.**

**ARTICLE II
TEXT OF AMENDMENT ADOPTED**

The Articles of Incorporation filed on May 7, 1993 for ACTION WIRE & CABLE CORPORATION are hereby amended to reflect the changes in the corporation as a result of JANET MONACO's resignation and the sale of her corporate shares to ROSIE N. BRANCIFORTE. Effective July 1, 2000, ROSIE N. BRANCIFORTE shall hold the offices of President, Vice President, Secretary and Director of ACTION WIRE & CABLE CORPORATION.

**ARTICLE III
DATE OF AMENDMENT'S ADOPTION**

The Amendment of Adoption was effective July 1, 2000 and a Written Corporate Action by the Directors of Action Wire & Cable Corporation is attached hereto. The Amendment was adopted by the directors of the Corporation and shareholder action was

not required.

IN WITNESS WHEREOF, the undersigned director and officer has executed these
Articles of Amendment this 22 day of December, 2000.



Rosemarie N. Branciforte
President


WRITTEN CORPORATE ACTION BY THE DIRECTORS OF
ACTION WIRE & CABLE CORPORATION

The undersigned directors of Action Wire & Cable Corporation, a Florida corporation, do hereby order, adopt and consent to the following corporate actions:


1. The undersigned hereby waive all formal requirements, including the necessity of a formal or informal meeting, and any and all requirements that notice of such meeting be given.
2. RESOLVED:

That JANET MONACO's resignation as President of Action Wire & Cable Corporation and as an employee of Action Wire & Cable Corporation effective July 1, 2000 is hereby accepted and approved.
3. That effective July 1, 2000, ROSIE N. BRANCIFORTE shall hold the offices of President, Vice President, Secretary and Director of Action Wire & Cable Corporation.
4. That ROSIE N. BRANCIFORTE is authorized to buy the twenty six (26) shares currently owned by JANET MONACO and JANET MONACO is authorized to sell her twenty six (26) shares of common corporate stock to ROSIE N. BRANCIFORTE. The purchase price of One Hundred Fifty Thousand Dollars (\$150,000.00) for said common stock is hereby authorized.
5. The Articles of Incorporation shall be amended to reflect the changes in the corporation as a result of the JANET MONACO's resignation and the sale of her corporate shares to ROSIE N. BRANCIFORTE and ROSIE N. BRANCIFORTE shall have the authority to sign any articles of amendment so required.
6. This corporate action shall be effective July 1, 2000.

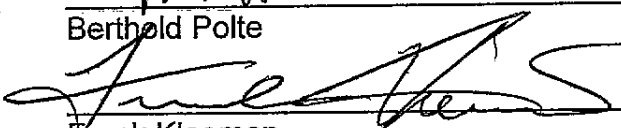
IN WITNESS WHEREOF the undersigned Directors have executed this Written Corporate Action for the purpose of granting their consent thereto.



Janet Monaco



Berthold Polte



Frank Kleeman