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Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATIONS

**BASIC AMENDMENT**

**UZZI AMPHIBIOUS GEAR, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
UZZI AMPHIBIOUS GEAR, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(4)

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation filed on June 13, 1994:

- FIRST: The name of the corporation is Uzzi Amphibious Gear, Inc.
- SECOND: Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:
- "The named of the corporation is SOFT SOF INC.
- THIRD: The foregoing amendment of the Articles of Incorporation was adopted as of the 21 day of Nov, 2000, by written consent of all of the members of the Board of Directors and approved by written consent of a majority of the shareholders required to vote of the Corporation as of the 21 day of Nov, 2000, and the number of votes cast for the amendment by the Shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation on this 21 day of Nov, 2000, and does hereby certify that the facts stated in these Articles of Amendment to the Articles of Incorporation, are true and correct.

UZZI AMPHIBIOUS GEAR, INC.

By: [Signature]  
Name: Amos Chess  
Title: President

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UZZI AMPHIBIOUS GEAR, INC.

Unanimous Written Consent of Shareholders in Lieu of Meeting

The undersigned, constituting all of the holders of outstanding stock of UZZI AMPHIBIOUS GEAR, INC., a Florida corporation (the "Corporation"), hereby consent, pursuant to Section 607.0704 of the Florida Business Corporation Act, to the adoption of the following resolutions for and on behalf of the Corporation:

RESOLVED: That the proposed amendment to the Articles of Incorporation of the Corporation, as set forth on the Articles of Amendment of Articles of Incorporation of the Corporation attached hereto as Exhibit A (the "Amendment"), is hereby approved and adopted.

This Written Consent may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the \_\_\_\_\_ day of \_\_\_\_\_, 2000.

Nov 21. 00

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## UZZI AMPHIBIOUS GEAR, INC.

Written Consent of Directors  
in Lieu of Meeting

The undersigned, constituting all of the members of the Board of Directors of UZZI AMPHIBIOUS GEAR, INC., a Florida corporation (the "Corporation"), hereby consent, pursuant to Section 607.0821 of the Florida Business Corporation Act, to the adoption of the following resolutions for and on behalf of the Corporation:

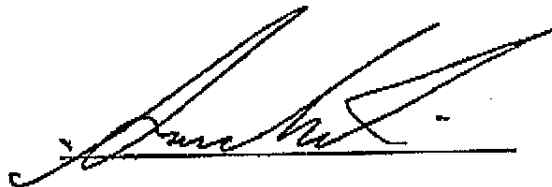
RESOLVED: That the proposed amendment to the Articles of Incorporation of the Corporation, as set forth on the Articles of Amendment of Articles of Incorporation of the Corporation attached hereto as Exhibit A (the "Amendment"), is hereby adopted, and the officers of the Corporation are directed to file such Amendment with the Florida Secretary of State to be effective on the date of filing; and further

RESOLVED: That the proper officers of the Corporation shall be, and each individually is, hereby authorized for and on behalf of the Corporation to sign any and all documents and to take any and all further actions may be necessary to carry out any of the actions authorized and approved by this Written Consent; and further

RESOLVED: That this Written Consent may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the 21 day of Nov, 2000.

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EMPIRE CORPORATE KIT

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