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T. LEWIS

STEVEN A. SCIARRETTA, P.A.

ATTORNEYS AT LAW

STEVEN A. SCIARRETTA¹
LL.M. IN TAXATION

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VIA SECOND DAY UPS

March 20, 2012

State of Florida
Department of State
Registration Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Joseph Nudelman, Inc
Palm Towers South, Inc

Dear Sir/Madam:

Please find enclosed for filing two (2) Original Articles of Amendment to Articles of Organization, one each for each of the above referenced Florida corporations.

Also enclosed is our check for \$70.00, made payable to the Florida Department of State, which represents the Filing fee due.

Please return the completed paperwork to me utilizing the enclosed Pre-paid UPS envelope.

Thank you for your prompt cooperation.

Sincerely,

STEVEN A. SCIARRETTA, P.A.

Steven A. Sciarretta

SA:sc
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PALM TOWERS SOUTH, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its' Articles of Incorporation:

FIRST: Amendment (s) adopted:

ARTICLE III – STOCK

The first paragraph of Article III, as previously amended, is hereby further amended in its entirety to read as follows:

The number of shares which the corporation is authorized to have outstanding is ten thousand, all Common, which shall be split into Voting and Non-Voting. There shall be one hundred (100) Voting and ninety-nine hundred (9,900) Non-Voting.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, then, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

Each shareholder shall exchange 50 shares of prior voting stock for 1 share of newly issued voting stock; and each 450 shares of prior non-voting stock shall be exchanged for 99 shares of newly issued non-voting stock.

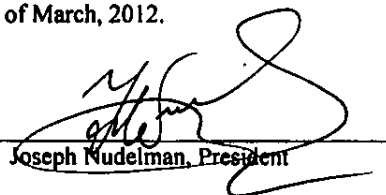
THIRD: The date of each amendment's adoption is March 1, 2012

FOURTH: Adoption of Amendment:

This amendment was approved by unanimous vote of the shareholders, which is sufficient for approval of the amendment.

Signed this 1st day of March, 2012.

Signature:


Joseph Nudelman, President