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TALLAHASSEE, FLORIDA

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8/12/05*

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August 4, 2005

COPY

CERTIFIED MAIL 7187 9221 0000 0001 3131
RETURN RECEIPT REQUESTED
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: Harold Altschuler – Amended Articles
Our File No.: 1445 (C.3)

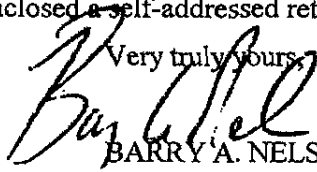
Dear Sir/Madam:

Enclosed you will find the following four (4) documents:

1. Amended Articles of Incorporation of **Aretco, Inc.**, which were signed by Harold Altschuler, the sole shareholder;
2. Amended Articles of Incorporation of **Circle Associates, Inc.**, which were signed by Harold Altschuler, the sole shareholder;
3. Amended Articles of Incorporation of **Havest Corp.**, which were signed by Harold Altschuler, the sole shareholder; and
4. A check made payable to the Florida Department of State in the amount of \$105 to cover the filing fee associated with the above three documents.

Please acknowledge receipt of the enclosed documents by signing the acknowledgement letter and returning it to me. I have enclosed a self-addressed return envelope for your convenience.

Very truly yours,


BARRY A. NELSON
For the Firm

BAN/vnm
Enclosures

Cc: Dr. Harold Altschuler

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Receipt of the above referenced Amended Articles of Incorporation and check in the amount of \$105 are hereby acknowledged this _____ day of _____, 2005.

DEPARTMENT OF STATE

By: _____

AMENDED ARTICLES OF INCORPORATION OF
CIRCLE ASSOCIATES, INC.

LAW OFFICES OF
NELSON & LEVINE, P.A.

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**AMENDMENT TO THE ARTICLES OF INCORPORATION
OF CIRCLE ASSOCIATES, INC.**

FILED
AUG -9 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In accordance with the provisions of Florida Statutes Sections 607.1003 and 607.1005, CIRCLE ASSOCIATES, INC., a Florida corporation, hereby amends its Articles of Incorporation dated and effective November 20, 1995 of the Corporation as follows:

1. The name of the corporation is CIRCLE ASSOCIATES, INC.
2. The text of the amendment is as follows:

Article III of the existing Articles of Incorporation of the Corporation, which relates to the capital stock, is hereby deleted in its entirety and the following new Article III shall be inserted in lieu thereof:

**ARTICLE III
CAPITAL STOCK**

The capital stock authorized, the par value thereof and the class of such stock shall be as follows:

NO. OF SHARES AUTHORIZED	PAR VALUE PER SHARE	TYPE OF STOCK
1,000	\$1.00	Class A Common Stock
9,000	\$1.00	Class B Common Stock

Holders of Class A Common Stock shall have the same rights and preferences as the holders of the Class B Common Stock, except that the holders of the Class B Common Stock shall have no voting rights whatsoever.

3. The amendment is adopted this 3 day of JULY, 2005.
4. The Amendment was unanimously adopted by the directors and shareholders of the Corporation on JULY 3, 2005

IN WITNESS WHEREOF, the undersigned Director and Shareholder of the Corporation has hereunto set his hand and seal this 3 day of July, 2005.

CIRCLE ASSOCIATES, INC.



HAROLD ALTSCHULER, President

**CERTIFICATE OF APPROVAL
Of CIRCLE ASSOCIATES, INC.**

This Amendment to the Articles of Incorporation contains an Amendment to Article III of the Articles of Incorporation, which were filed and effective November 20, 1995. The Amendment seeks to replace the prior Article III with new provisions providing for two classes of Common Stock.

The board of directors recommended this Amendment to the shareholders, pursuant to Florida Statutes Section 607.1003. The shareholders unanimously approved the recommendation via a Written Consent executed on the 3 day of JULY, 2005.

The undersigned has executed this Certificate of Approval as of the 3 day of JULY, 2005.

CIRCLE ASSOCIATES, INC.



HAROLD ALTSCHULER, President

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Draft Version 04/04/05 (slp)