

P96000047316

## WH Products, Inc.

Wednesday, December 30, 1998

Division of Corporation  
Attn.: Amendment Section  
409 East Gaines St.  
Tallahassee, FL 32399

900002727969--5  
-12/31/98--01052--013  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Amendment to name of W&H Marketing, Inc.

Dear Sir or Madam:

Enclosed please find amended Articles of Incorporation changing the name of the corporation from W&H Marketing, Inc. to WH Products, Inc. Also enclosed is our check for \$35.00.

Sincerely,

*W.P. Heath, III*

William P. Heath, III  
WH Products, Inc.

*Spoke to Mr. Heath  
about shareholder  
approval 1-11-99-DVS*

Cc: Donald N. Alloian

*NC  
1-17-99  
DVS*

*Mr. Heath authorized to  
delete VI from document*

1003 S.E. 17th Street, Suite 200  
Fort Lauderdale, FL 33316  
Ph (954) 462-3679 Fax (954) 524-6968

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 DEC 31 PM 1:38

FILED

AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
W&H MARKETING, INC.

**FILED**

98 DEC 31 PM 1:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I.**      **CORPORATE NAME.**

The name of this Corporation is: WH PRODUCTS, INC.

**ARTICLE II.**      **CAPITAL STOCK.**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Twenty Million (20,000,000) shares of common stock having a par value of (.001) per share.

**ARTICLE III.**      **BOARD OF DIRECTORS.**

This Corporation shall have five (5) directors. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than five (5).

**ARTICLE V.**      **AMENDMENT.**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Cont.  
Page 2  
W&H Marketing, Inc. -  
Articles of Incorporation

IN WITNESS WHEREOF, the undersigned, as Sole Director, has executed the foregoing Articles of Incorporation on this 13<sup>th</sup> day of November, 1998.



**William P. Heath, III**  
**Incorporator**

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of November, 1998 by William P. Heath, III, who is personally known to me or who has produced his Florida Driver's License as identification and who did take an oath.

STATE OF FLORIDA                     )  
  : SS.  
COUNTY OF BROWARD             )



Suzanne M. Graham  
MY COMMISSION # CC786662 EXPIRES  
October 28, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

MW/MH/WHProducts, Inc. - Art of Inc 1

The amendment was adopted by the incorporator and shareholder action was not required.

The amendment was approved November 13th, 1998.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

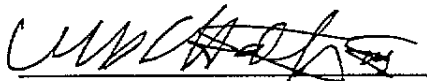
\*\*\*\*\*

In compliance with Section 48.091, Florida Statutes, the following is submitted:

THAT WH PRODUCTS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1003 S.E. 17<sup>th</sup> Street, Suite 200, Fort Lauderdale, FL 33316, at Broward County, State of Florida, has named William P. Heath, III of 511 Bayshore Drive, PH-10, Fort Lauderdale, FL 33304, Broward County, State of Florida.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



William P. Heath, III  
Registered Agent



Suzanne M. Graham  
MY COMMISSION # CC786662 EXPIRES  
October 28, 2002  
BONDED THRU TROY FAIR INSURANCE, INC.

MW/MD/WHProducts, Inc. - Art. of Inc 1