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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

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NAME: EARTH LABS, INC.

AUDIT NUMBER.....H96000018019

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FAX AUDIT NUMBER H96000018019

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
EARTH LABS, INC.

FILED  
96 DEC 26 PM 2:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is EARTH LABS, INC. (the "Corporation").
2. Amended Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE I - NAME

The name of the corporation is E.L.I. HOLDINGS, INC. (the "Corporation").

3. This Amendment was unanimously approved by the board of directors on December 23, 1996.
4. This Amendment was approved by the sole shareholder of the Corporation
5. This Amendment is to be effective as of December 23, 1996.

IN WITNESS WHEREOF, The Corporation has caused these Articles of Amendment to be executed on this 23 day of December, 1996.

By: 

John D. Geraci, President

## Preparer:

Ricardo Bajandas  
Allen & Galego \*\*(fictitious name filed for registration agent)\*\*  
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Miami, Florida 33131  
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