



THE UNITED STATES
CORPORATION
COMPANY

P96000060190

ACCOUNT NO. : 072100000032

REFERENCE : 614098 4372512

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ ~~70.00~~

35.00

ORDER DATE : November 25, 1997

ORDER TIME : 10:19 AM

ORDER NO. : 614098-005

CUSTOMER NO: 4372512

500002361995--5

CUSTOMER: Gregg E. Jaclin, Esq.
Richard I. Anslow, Esq.
Freehold Office Plaza
4255 Route 9 Suite D
Freehold, NJ 07728

DOMESTIC AMENDMENT FILING

NAME: SABRE DESIGN & ENGINEERING,
INC.

EFFECTIVE DATE:

XXX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

AM KRS
12-4

FILED
97 DEC -3 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 DEC -3 AM 11:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

Pursuant to the provision of Chapter 607, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The name of the corporation is:

SABRE DESIGN & ENGINEERING, INC.

SECOND: The following amendment(s) to the articles of incorporation was (were) adopted by the corporation:

50,000,000 shares of common stock in one class only each with a par value of \$.001.

THIRD: The amendment(s) was (were) adopted by the Board of Directors on the 1st day of DECEMBER, 1997.

Shareholders action was not required.

By [Signature]
President or Vice President

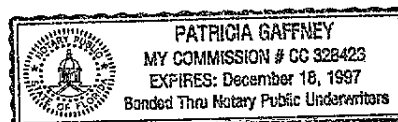
By _____
Secretary of Asst. Secretary

STATE OF Florida
COUNTY OF Marion

Before me, the undersigned authority, personally appeared JOHN DONNELLY, to me well known to be the person(s) who executed the foregoing articles of amendment to the articles of incorporation and acknowledged before me, according to law, that he/she made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st day of Dec, 1997.

[Signature]
Notary Public



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SECRETARY OF STATE