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2 East Camino Real
Suite 211E
Boca Raton, Florida 33432

Telephone 561-367-8385
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P96000072340

April 2, 1997

SEARCHED, INDEXED, SERIALIZED
04/03/97 11:01 AM
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Secretary of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: KABLUNA, INC.

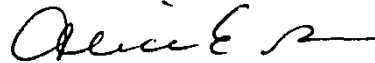
Dear Sir/Madam:

Enclosed please find the original and one copy of the amended Articles of Incorporation for the above named entity, together with a check in the amount of \$35.00. Please return one copy to this office. I am also enclosing a Statement of Change of Designation of Registered Agent.

This represents the cost of the Filing Fees and the fee for changing the Registered Agent Designation for the above named entity.

I appreciate your cooperation in this matter. If I can provide any additional information or be of any further assistance, please do not hesitate to contact me at the above address.

Sincerely,



Alice E. Brown

Enclosures

Amend Art
15 pages
7/11/97
11/21/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 15, 1997

ALICE E. BROWN
2 EAST CAMINO REAL
SUITE 211E
BOCA RATON, FL 33432

SUBJECT: KABLUNA, INC.
Ref. Number: P96000072340

We have received your document for KABLUNA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please call in reference to your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 097A00018964

Carol Mustain
4/15/97

DIVISION OF CORPORATIONS

97 APR 24 PM 12:49

RECEIVED

ARTICLES OF INCORPORATION
(AMENDED)

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following amended Articles of Incorporation.

ARTICLE I
ADOPTION OF AMENDMENTS

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval. The date of the adoption of these Amended Articles of Incorporation was April 1, 1997.

ARTICLE II
NAME

The name of the Corporation shall be:

KABLUNA, INC.

ARTICLE III
PRINCIPAL OFFICE

The Principal place of business and mailing address of this corporation shall be:

4 East Atlantic Avenue
Delray Beach, FL 33444

ARTICLE IV
SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is five hundred (500) shares of common stock, of One Dollar (\$1.00) par value. The ownership of said shares of common stock are as follows: Kenneth Finder 40%; Stacey Rivera 20%; and Lisa Satriano 40%.

ARTICLE V
REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent is:

Kenneth Finder
c/o Kabluna, Inc.
4 East Atlantic Avenue
Delray Beach, FL 33444

ARTICLE VI
INCORPORATORS

The name and street address of the incorporator of these Articles of Incorporation is:

Kenneth Finder
c/o Kabluna, Inc.
4 East Atlantic Avenue
Delray Beach, FL 33444

ARTICLE VII
DIRECTORS

The Corporation shall have three (3) directors. The number of directors may be either increased or decreased from time to time, as provided in the Bylaws of the Corporation. The names and addresses of the directors of the corporation are:

President: Kenneth Finder
c/o Kabluna, Inc.
4 East Atlantic Ave.
Delray Beach, FL 33444

Vice-
President: Stacey Rivera
c/o Kabluna, Inc.
4 East Atlantic Ave.
Delray Beach, FL 33444

Secretary/
Treasurer: Lisa Satriano
c/o Kabluna, Inc.
4 East Atlantic Ave.
Delray Beach, FL 33444

ARTICLE VIII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation to any amendment hereto, and any rights conferred upon the stockholders are subject to this reservation.

The undersigned incorporator has executed these Articles of

Incorporation this 2nd day of April, 1997.

Kenneth Finder

Kenneth Finder / President