

4/01/98

P96000074244

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: THE CARRINGTON REVIEW, INC.  
AUDIT NUMBER.....H98000006278  
DOC TYPE.....BASIC AMENDMENT  
CERT. OF STATUS..0  
CERT. COPIES.....0

PAGES..... 2  
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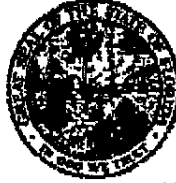
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 1, 1998

THE CARRINGTON REVIEW, INC.  
902 CLINE MOORE ROAD STE 136  
BOCA RATON, FL 33487

SUBJECT: THE CARRINGTON REVIEW, INC.  
REF: P96000074244

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date the Articles of Incorporation were filed with the Secretary of State is September 6, 1996. Please correct your document accordingly.

The document is illegible and not acceptable for imaging.

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 (850) 487-6906.

Darlene Connell  
Corporate Specialist

FAX Aud. #: E98000006278  
Letter Number: 398A00017435

DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
THE CARRINGTON REVIEW, INC.

The Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on the 6th day of September, 1996, and assigned Document Number P96000074244 and electronically filed under FAX audit number H97000009286, are hereby amended pursuant to a written consent in lieu of meeting of the holders of all of the Corporation's Common Stock and all of the Corporation's Directors on the 30th day of March, 1998, as follows:

ITEM 1

1. ARTICLE I - NAME is hereby amended to read as follows:

ARTICLE I  
NAME

The name of the Corporation shall be:

SHAYNA HOLDINGS, INC.

The principal place of business of this corporation shall be:

902 Clint Moore Road, Suite 136, Boca Raton, FL 33487

This Articles of Amendment to the Articles of Incorporation was adopted by the shareholders and directors on the 30th day of March, 1998.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 30th day of March, 1998.

Mark C. Perry, Esq.  
2455 E. Sunrise Blvd. 905  
Ft. Lauderdale, FL 33304  
(954) 564-6616  
FBNb. 251941

By:   
Leonard Tucker  
President

H980000006278