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**WALDMAN FELUREN  
& TRIGOBOFF, P.A.**

ATTORNEYS AT LAW

2200 NORTH COMMERCE PARKWAY • SUITE 202 • WESTON, FLORIDA 33326  
TELEPHONE (954) 467-8600 • FACSIMILE (954) 467-6222

October 1, 2001

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

600004623806--3  
-10/05/01--01001--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Boxco Industries, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of Boxco Industries, Inc. Also enclosed is a check in the amount of \$35.00 representing the filing fee for same.

Kindly see that these Articles are filed and mail a stamped copy of same (I have enclosed a copy) in the enclosed pre-addressed, postage-paid envelope.

Thank you for your assistance.

Very truly yours,

  
Mark S. Feluren

MSF/rp  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2001 OCT -2 PM 1:41

Name change  
HFT  
10-4-2001

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
BOXCO INDUSTRIES, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2001 OCT -2 PM 1:41

1. The name of the Corporation is Boxco Industries, Inc.
2. The Articles of Incorporation of the Corporation are hereby amended by deleting Article I thereof in its entirety and by substituting in lieu thereof the following new Article I:

**"ARTICLE I - NAME**

The name of the Corporation shall be: Priorities Plus, Inc."

3. The aforesaid Amendment was adopted on October 1, 2001, pursuant to a written statement and consent to corporate action executed by all of the shareholders and directors of the Corporation and therefore the number of votes in favor of the amendment was sufficient for approval.

IN WITNESS WHEREOF, the Corporation, by the undersigned, has executed these Articles of Amendment to the Articles of Incorporation on the 1<sup>st</sup> day of October, 2001.

BOXCO INDUSTRIES, INC.

By: 

Rick Orlan, President