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P960000093481

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

200003216402--0

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

CORPORATION(S) NAME

Shape CD, Inc.

Amend

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> Profit                        | <input checked="" type="checkbox"/> Amendment   | <input type="checkbox"/> Merger          |
| <input type="checkbox"/> NonProfit                     |   |  |
| <input type="checkbox"/> Limited Liability Company     | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark            |
| <input type="checkbox"/> Foreign                       |   |  |
| <input type="checkbox"/> Limited Partnership           | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other           |
| <input type="checkbox"/> Reinstatement                 | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.  |
| <input type="checkbox"/> Limited Liability Partnership |   | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy                | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> CUS             |
| <input type="checkbox"/> Call When Ready               | <input type="checkbox"/> Call if Problem        | <input type="checkbox"/> After 4:30      |
| <input type="checkbox"/> Walk In                       | <input type="checkbox"/> Will Wait              | <input type="checkbox"/> Pick Up         |
| <input type="checkbox"/> Mail Out                      |   |  |

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 APR 20 AM 11:52

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THANKS

LAURA EARNEST

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT**  
**TO**  
**THE ARTICLES OF INCORPORATION**  
**OF**  
**SHAPE CD, INC.**

**FILED**  
**00 APR 20 PM 11:52**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

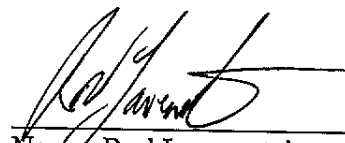
Pursuant to the provisions of Section 607.1006, Florida Statutes, SHAPE CD, INC., a Florida corporation (the "Corporation"), does hereby adopt the following articles of amendment to its articles of incorporation:

FIRST. The Articles of Incorporation of the Corporation are hereby amended by striking out Article FIFTH in its entirety and by substituting in lieu of said Article, the following new Article:

"ARTICLE V. Capital Stock: The total number of shares of capital stock which the Corporation has authority to issue is 10,000,000 shares of common stock having a par value of One Cent (\$.01) per share."

SECOND. The foregoing amendment was duly adopted in accordance with the provisions of Section 607.10025 of the Florida Statutes and was unanimously approved by the shareholders.

Signed on: April 18, 2000

  
\_\_\_\_\_  
Name: Rod Lowenstein  
Title: President and Chief Executive Officer