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CONTACT: TRACEY A. TESTA

PHONE: (561) 394-0500

FAX #:

(561) 394-3862

NAME: SIGRUN CORPORATION

AUDIT NUMBER.....H98000015700

DOC TYPE.....BASIC AMENDMENT

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Amendment

8/24/98

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**HODGSON RUSS  
ANDREWS  
WOODS &  
GOODYEAR<sub>LLP</sub>**  
ATTORNEYS AT LAW

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August 24, 1998

VIA FAX NO. (850) 922-4000

Secretary of State  
Corporation Division  
409 E. Gaines Street  
Tallahassee, Florida 32302

Dear Sir/Madam:

Re: **SIGRUN CORPORATION**

Attached are the Articles of Amendment of Articles of Incorporation of Sigrun Corporation hereby submitted for electronic filing.


Please charge our account accordingly and forward a certified copy to the undersigned via facsimile at (561) 394-3862.

If you have any questions, please call 1-800-331-1025.

Very truly yours,

HODGSON, RUSS, ANDREWS, WOODS & GOODYEAR, LLP

By:

  
Tracey A. Testa  
Corporate Paralegal

tat

Attachment

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BOCA:105213\_1  
20865.0002

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Suite 400  
Boca Raton, FL 33431-8599  
561-394-0500 BOCA RATON  
561-736-2177 PALM BEACH  
954-764-2440 BROWARD  
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INTERNET: [www.hodgsonruss.com](http://www.hodgsonruss.com)  
EMAIL: [bocalew@hodgsonruss.com](mailto:bocalew@hodgsonruss.com)

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James A. Porter, P.A.  
Of Counsel

RESIDENT IN NEW YORK

Paul R. Comeau  
Mark S. Klein  
Stephen M. Newman

Jeffrey S. Geller  
Elana K. Scoler

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**ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
SIGRUN CORPORATION**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned Donald E. Baker, being the President of the Sigrun Corporation (the "Corporation"), does hereby certify:

1. The name of the Corporation is Sigrun Corporation.

2. Article IV of the Articles of Incorporation, which provides that the aggregate number of shares which the Corporation shall have the authority to issue shall be 5,000 common shares each of the par value of \$1.00 per share, is hereby amended to change such authorized shares, whether issued or unissued, into 10,000 shares of which 100 shares of the par value of \$.01 shall be voting common shares and 9,900 shares of the par value of \$.01 shall be non-voting common shares. To effect such amendment, Article IV of the Articles of Incorporation is hereby amended and restated in its entirety as follows:

THIS INSTRUMENT PREPARED BY:  
Elana K. Scoler, Esq.  
Hodgson, Russ, Andrews, Woods & Goodyear, LLP  
2000 Glades Road, Suite 400  
Boca Raton, FL 33431; (561) 394-0500  
Florida Bar No. 0135320

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**"ARTICLE III**

The aggregate number of shares which the Corporation shall have the authority to issue is ten thousand (10,000) shares of which one hundred (100) shares of the par value of \$.01 per share shall be designated voting common shares (Class A Voting Common Shares) and nine thousand nine hundred (9,900) shares of the par value of \$.01 per share shall be designated non-voting common shares ("Class B Non-Voting Common Shares"). The holders of the Class B Non-Voting Common Shares shall not be entitled to vote at any meeting of shareholders or otherwise to receive notice of any meeting of shareholders. The Class B Non-Voting Common Shares shall not be included in determining a quorum for the transaction of any business or the number of shares voting or entitled to vote on any matters to be voted on by the shareholders of the Corporation."

3. Immediately prior to the foregoing amendment, there were 100 issued and outstanding common shares of the par value of \$1.00 per share. As a result of the foregoing amendment, each such issued and outstanding share shall automatically be changed into one (1) share of Class A Voting Common Shares of the par value of \$.01 per share and ninety nine (99) shares of Class B Non-Voting Common Shares of the par value of \$.01 per share so that after such change there shall be one hundred (100) Class A Voting Common Shares of the par value of \$.01 per share and nine thousand nine hundred (9,900) Class B Non-Voting Common Shares of the par value of \$.01 per share issued and outstanding. As a result of such change, all of the authorized shares of the Corporation shall be issued and outstanding.


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The stated capital of the Corporation shall remain the same as a result of the foregoing amendments.

4. The foregoing amendments of the Articles of Incorporation were authorized by the unanimous written consent of the Board of Directors of the Corporation on August 20, 1998 followed by the written consent on August 20, 1998 of the holders of all of the outstanding shares of the Corporation entitled to vote thereon. The number of votes cast for the foregoing amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment of Articles of Incorporation this 20 day of August, 1998.



Donald E. Baker, President

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