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BASIC AMENDMENT

SOUTHERN BUTTONS OF FLORIDA, INC.

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NAME CHANGE AMENDMENT

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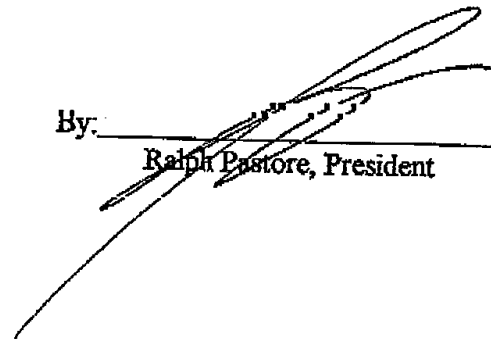
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ARTICLES OF AMENDMENT
OF
SOUTHERN BUTTONS OF FLORIDA, INC.

Pursuant to §607.0704 and §607.0821 of the Florida Statutes, Southern Buttons of Florida, Inc., a corporation organized and existing under the laws of the State of Florida, adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article I of the Articles of Incorporation is hereby amending by deleting the name "Southern Buttons of Florida, Inc." and replacing it with "SOUTHERN BUTTON INDUSTRIES, INC."
2. This Amendment shall become effective upon filing in accordance with Florida Statutes.
3. The foregoing Amendment was adopted by a majority vote of the Directors and Shareholders of the corporation at a special joint meeting of the Directors and Shareholders of the corporation on May 8, 1999, and was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officers have set their hands and seals this 3rd day of June, 1999.

By: 
Ralph Pastore, President