Certified Public Accountants



Hundman & Woodward

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Fix (30) 662 943

Florida Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Sir/Madam.

Enclosed you will find Articles of Amendment to Articles of Incorporation of Capstone Bumpers, Inc., along with a check for \$87.50 (\$35.00 for filing fee and \$52.50 for a certified copy). Please send certified copy and all correspondence regarding this matter to my attention at the above address. I am the Vice-President of Capstone Bumpers, Inc. and I am handling all of the corporate matters.

Sincerely,

Carl S. Woodward, CPA

Carl Wadward

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Canstone Rumpers.	Inc	
 Capstone Bumpers. (present name)		
(present name)		

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is two-hundred fifty-thousand (250,000) shares having no par value per share.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: 7	The date of each amendment's adoption: January 27, 1997		
FOURTH:	Adoption of Amendment(s) (CHECK ONE)		
(3)	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signature Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)			
OR			
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Carl S. Woodward Typed or printed name		
	Vice-President		
	Title		

i.