



THE UNITED STATES  
CORPORATION  
COMPANY

F97000025320

ACCOUNT NO. : 072100000032

REFERENCE : 402616 4303929

AUTHORIZATION : Patucia

COST LIMIT : \$ 87.50

ORDER DATE : May 23, 1997

ORDER TIME : 9:47 AM

ORDER NO. : 402616-005

CUSTOMER NO: 4303929

800002189608--1

CUSTOMER: Ms. Sheryl C. Vainstein  
Greenberg Traurig Hoffman  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC AMENDMENT FILING

NAME: SECURTY PLASTICS HOLDINGS,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
     RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:                     

97 MAY 23 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten initials and date: 5/23/97

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SECURITY PLASTICS HOLDINGS, INC.**

97 MAY 23 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of this Corporation is SECURITY PLASTICS HOLDINGS, INC., Charter No. P97000025320, filed on March 20, 1997.
2. The following Amendment to the Articles of Incorporation was adopted by all of the Directors of the Corporation, shareholder action was not required, on April 30, 1997 in the manner prescribed by Sections 607.1002 and 607.1005 of the Act:

**ARTICLE III**

The total number of shares of all classes which this Corporation shall have authority to issue is One Million (1,000,000) shares of Common Stock, \$.01 par value per share (the "Common Stock") of which One Hundred Thousand (100,000) shares shall be Voting Common Stock (the "Class A Common Stock") and Nine Hundred Thousand (900,000) shares shall be Non-Voting Common Stock (the "Class B Common Stock"). Such shares of Common Stock are sometimes hereinafter collectively referred to as the "Capital Stock."

The holders of Class A Common Stock and Class B Common Stock shall have identical rights with respect to (i) distributions from the Corporation; (ii) the liquidation of the Corporation; and (iii) all other matters affecting the Corporation, except that the holders of the Class B Common Stock shall not be entitled to vote on matters affecting the Corporation (except as otherwise required by the Florida Business Corporation Act).

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned being the Secretary of the Corporation has executed these Articles of Amendment to Articles of Incorporation of SECURITY PLASTICS HOLDINGS, INC. this 20 day of MAY, 1997.

**SECURITY PLASTICS HOLDINGS, INC.**

By: \_\_\_\_\_

Israel Vainstein, Secretary

Director