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February 12, 1998

FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-02/13/98--01042--007
*****35.00 *****35.00

RE: ARTICLES OF AMENDMENT
CHERRY'S PLUMBING, INC.

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of Articles of Amendment for CHERRY'S PLUMBING, INC. and our firm's check in the amount of \$35.00 to cover your processing fee.

Kindly file the Amendment and return a copy of same to the undersigned in the enclosed, self-addressed stamped envelope.

Thanking you for your prompt attention to this matter, I remain

Very truly yours,

Cindy J. Kindig
Secretary to
Deborah L. Bizzarro

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 13 PM 12:55

APPROVED
AND
FILED

/cjk

Enc.

corp/secstate.

OK
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2-13-98

ARTICLES OF AMENDMENT

OF

CHERRY'S PLUMBING, INC.

1. Article I of the Articles Of Incorporation of CHERRY'S PLUMBING, INC., is hereby amended to read as follows:

ARTICLE I

The name of this corporation is "CPI CAPITAL, INC."

2. This Amendment was proposed and adopted on January 5, 1998 at a duly convened meeting of the shareholders of the Corporation.
3. This Amendment shall become effective upon the filing of these Articles Of Amendment by the Department Of State.
4. Except as otherwise modified herein, and except to the extent that all references in the Articles Of Incorporation to CHERRY'S PLUMBING, INC. shall now be read and deemed to be CPI CAPITAL, INC., the Articles Of Incorporation of CHERRY'S PLUMBING, INC., n/k/a CPI CAPITAL, INC., shall remain in full force and effect and are not otherwise modified or amended hereby.

IN WITNESS WHEREOF, the President/Sole Stockholder/Director of the Corporation has set his hand and seal this 12th February, 1998.

WITNESSES:

Deborah L. Bizzarro
James Cherry

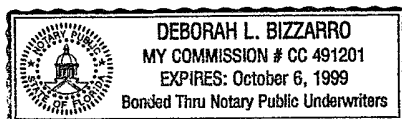
STATE OF FLORIDA
COUNTY OF BROWARD

James Cherry
JAMES CHERRY, President/
Sole Stockholder/Director

98 FEB 13 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

The foregoing instrument was acknowledged before me this 12th day of February, 1998, by JAMES CHERRY, as President/Sole Stockholder/Director of CHERRY'S PLUMBING, INC. k/n/a CPI CAPITAL, INC., and who is personally known to me or who has produced a Florida driver's license as identification.



(SEAL)

My Commission Expires:

NOTARY PUBLIC:

SIGN

Deborah L. Bizzarro

PRINT

Deborah L. Bizzarro
State of Florida at Large