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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 21, 1998

UCC Filing & Search Services 526 East Park Avenue Tallahassee, FL 32301

SUBJECT: BARRACUDA HOLDINGS INC.

Ref. Number: P97000048039

We have received your document for BARRACUDA HOLDINGS INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey Corporate Specialist

Letter Number: 698A00059803

Please to 12/21/98

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF BARRACUDA HOLDINGS, INC. 21 PH 4: 01

(Pursuant to Section 607.1006 of the Florida Business Corporation Aci

The undersigned, HARRY W. HERSEY, JR. and MARTHA HERSEY, as tenants by the entireties, HARRY W. HERSEY, III and TARRAH HERSEY, the Shareholders of BARRACUDA HOLDINGS, INC., (the "Corporation"), a corporation organized and existing under and by virtue of the provisions of the *Florida Business Corporation Act*, the Articles of Incorporation of which were duly filed by the Department of State of the State of Florida, on May 30, 1997, **DO HEREBY CERTIFY**:

- 1. The name of the Corporation is BARRACUDA HOLDINGS, INC.
- 2. The Amendment made to the Corporation's Articles of Incorporation is as follows:

Article V of the Articles of Incorporation of the Corporation is hereby amended, changed and altered to read as follows:

"The Corporation shall have the authority to issue Two Hundred (200) shares of voting common stock, par value One Cent (\$0.01) per share, and the authority to issue Nineteen Thousand Eight Hundred (19,800) shares of non-voting common stock, par value One Cent (\$0.01) per share. The holders of voting common stock and non-voting common stock shall have identical rights to distribution and liquidation proceeds."

- 3. Except as hereby amended, and except as previously amended, the Articles of Incorporation of the Corporation shall remain the same.
- 4. The Amendment hereby made to the Articles of Incorporation was duly approved by the Shareholders, without voting groups, and that the number of votes cast for the Amendment was sufficient for approval.

IN WITNESS WHEREOF, we have hereunto subscribed our names and affixed the seal of the Corporation this day of December, 1998.

0 A //

President

HARRY W. HERSEY, JR. and MARTHA

HERSEY, as Tenants by the Entireties.

HARRY W. HERSEY, III

TARRAH HERSEY

STATE OF FLORIDA)			
COUNTY OF PALM BEACH)			
BEFORE ME , a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, HARRY W. HERSEY, JR., who is personally known to me exhas produced a Florida's driver's license, has executed the foregoing Articles of Amendment of the Articles of Incorporation of BARRACUDA HOLDINGS, INC., and he acknowledged before me that he executed the same.				
IN WITNESS WHEREOF, I have hereunto set my hand and seal this <u>////////////////////////////////////</u>				
OFFICIAL NOTARY SEAL PATRICIA M KITCHING NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC438461 MY COMMISSION EXP. FEB. 13,1999 (Notary Seal)		Notary Public, State of Florida ATRICIA M. KITCHING Printed Name 2/13/99 Expiration Date		
STATE OF FLORIDA)			
COUNTY OF PALM BEACH)			
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, MARTHA HERSEY, who is personally known to me or has produced a Florida's driver's license, has executed the foregoing Articles of Amendment of the Articles of Incorporation of BARRACUDA HOLDINGS, INC., and she acknowledged before me that she executed the same.				
IN WITNESS WHEREOF, I have hereunto set my hand and seal this //// day of December, 1998.				
OFFICIAL NOTARY SEAL PATRICIA M KITCHING NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC438461 MY COMMISSION EXP. FEB. 13,1999		Notary Public, State of Florida PATELOLO M RITCHIA		

(Notary Seal)

STATE OF FLORIDA COUNTY OF PALM BEACH BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, HARRY W. HERSEY, III, who is personally known to me-erhas produced a Florida's driver's license, has executed the foregoing Articles of Amendment of the Articles of Incorporation of BARRACUDA HOLDINGS, INC., and he acknowledged before me that he executed the same. IN WITNESS WHEREOF, I have hereunto set my hand and seal this / day of December, 1998. OFFICIAL NOTARY SEAL PATRICIA M KITCHING TARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC438461 MY COMMISSION EXP. FEB. 13,1999 (Notary Seal) Expiration Date STATE OF FLORIDA) COUNTY OF PALM BEACH .) BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, TARRAH HERSEY, who is personally known to me or has produced a Florida's driver's license, has executed the foregoing Articles of Amendment of the Articles of Incorporation of BARRACUDA HOLDINGS, INC., and she acknowledged before me that she executed the same. IN WITNESS WHEREOF, I have hereunto set my hand and seal this December, 1998. (Notary Seal) Howard J Wiener ★My Commission CC697059 **Expiration Date** Expires November 18, 2001