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October 1, 1997

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

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-10/06/97--01046--011
*****43.75 *****43.75

RE: Articles of Amendment to Articles of Incorporation of U.S. Acrylics, Inc.

Dear Sirs:

Enclosed please find Articles of Amendment to Articles of Incorporation of U.S. Acrylics, Inc. along with a check for \$43.75 representing payment of the filing fee and a certificate of status.

If possible, please mail the certificate of status to me at the above address. Thank you.

Very truly yours,



Jeffrey H. Tromberg

Enclosures

FILED
97 OCT -6 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SW 10/10

Amend

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
U.S. ACRYLICS, INC.**

FILED
97 OCT -6 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Article III: The principle place of business and mailing address of this corporation shall be:

6601 Lyons Road, Suite H-7
Coconut Creek, FL 33073

Article VI: The name and street address of the Registered Agent of this corporation shall be:

Jeffrey H. Tromberg
834 NW. 110th Ave.
Plantation, FL 33324

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


(Signature of Registered Agent)

9/29/97
(Date)

Article VII: The board of Directors shall consist of 2 persons and their names and addresses are as follows:

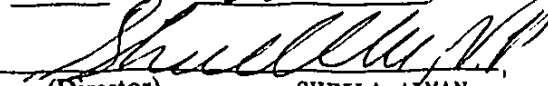
President, Director
Joe Baglier
6601 Lyons Road, Suite H-7
Coconut Creek, FL 33073

Vice President, Secretary, Treasurer, and Director
Sheila Alman
8011 Blue Ridge Lane
Parkland, FL 33067

SECOND: The date of each amendment's adoption: 10-1-97

THIRD: The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 1 day of OCT, 1997.

Signature: 
(Director) SHEILA ALMAN