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March 9, 1998

Florida Division of Corporations

P. O. Box 6327

Tallahassee, Florida 32314

Attn: Filing Section

4000002455384--0

-03/12/98-01065--002

\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Custom Metal Polishing Systems, Inc.

Dear Sir/Madam:

Enclosed please find for filing Articles of Amendment to the Articles of Incorporation of the above-captioned corporation.

Enclosed is a check for \$87.50, covering the various fees incident to the filing of the Articles of Amendment of the Articles of Incorporation. Please send a certified copy of the Articles of Amendment to my attention at the above address.

Thank you for your cooperation.

Sincerely,

  
Edwin B. Kagan

FILED  
98 MAR 12 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EBK/bak

Enclosures

cc: Ruben Sierra, Jr.

*Amend*

TLL MAR 9 6 1998

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

CUSTOM METAL POLISHING SYSTEMS, INC.

FILED  
98 MAR 12 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the Articles of Incorporation of **CUSTOM METAL POLISHING SYSTEMS, INC.** (the "Corporation") shall be amended as follows:

**ARTICLE V - CAPITAL STOCK** of the Articles of Incorporation is hereby amended in its entirety to read as follows:

**ARTICLE V - CAPITAL STOCK**

A. Authorized Capital. The aggregate number of shares which the Corporation shall have authority to issue shall be: (i) Two Million (2,000,000) shares of common stock, having a par value of \$.001 per share, and (ii) One Hundred Thousand (100,000) shares of Preferred Stock, having a par value of \$.001 per share.

B. Common Stock. All shares of Common Stock shall have the same preferences, limitations and relative rights. Each holder of Common Stock shall have one vote in respect of each duly authorized, issued and outstanding shares of Common Stock held by such holder on all matters voted upon by the shareholders.

C. Preferred Stock. The shares of Preferred Stock may be issued by the Corporation in one or more series. The Board of Directors of the Corporation is vested with authority to determine and state the designations and the preferences, limitations, relative rights, and voting rights, if any, of each such series by the adoption and filing in accordance with the Act, before the issuance of any shares of such series, of an amendment or amendments to the Articles of Incorporation of the Corporation determining the terms of such series, which amendment need not be approved by the shareholders or the holders of any class or series of shares except as provided by law (a "Preferred Stock Amendment"). All shares of Preferred Stock of the same series shall be identical with each other in all respects. The holders of shares of Preferred Stock have the right, voting separately by class or by series, to cast one vote for each duly authorized, issued and outstanding share of Preferred Stock held by them upon each question or matter in respect of which, under the Act, such holders are entitled to vote by class or by series. The holders of

a series of Preferred Stock shall also have such other voting rights, if any, as may have been provided for such series in a Preferred Stock Amendment.

The foregoing Articles of Amendment to the Articles of Incorporation of the Corporation was approved and adopted by the Board of Directors of the Corporation and by the shareholders of the Corporation entitled to vote on the Articles of Amendment on the 5<sup>TH</sup> day of March, 1998.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed this Articles of Amendment to the Articles of Incorporation this 5<sup>TH</sup> day of March, 1998.

CUSTOM METAL POLISHING SYSTEMS, INC.

By: Ruben Sierra, Jr. Pres.  
Ruben Sierra, Jr., President

STATE OF FLORIDA

COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of March, 1998, by RUBEN SIERRA, JR., President of Custom Metal Polishing Systems, Inc., on behalf of the corporation.

Ralph C. Stephens  
NOTARY PUBLIC  
My Commission Expires:



Ralph C. Stephens  
MY COMMISSION # CC584340 EXPIRES  
October 8, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.