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Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

SUPERIOR PRODUCTS	CORP.		
	(present name)	···	

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: (indicate article number(s) being amended, added or deleted)

ARTICLE VII OF THE ARTICLES OF INCORPORATION ARE HEREBY DELETED IN ENTIRETY AND THE FOLLOWING IS HEREBY INSERTED IN ITS PLACE AND STEAD:

ARTICLE VII

The corporation shall have one director. The number or directors may be increased or diminished from time to time, by By-laws adopted by the stockholder(s), but shall never be less than one.

The name and adress of the director is:

GUY MARC LAFRAMBOISE, 2881 East Oakland Park Blvd. Ste 302, Fort Lauderdale, FL 33306

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: September 11,1997					
FOURTE	I: Adoption of Amendment(s) (CHECK ONE)					
Æ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.					
(The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):					
	"The number of votes cast for the amendment(s) was/were sufficient for approval by					
	voing group					
Ţ	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.					
The amendment(s) was/were adopted by the incorporators without shareholder action shareholder action was not required.						
Signed this 12th day of September , 19 97 .						
0.6	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by					
the shareholders) Suzie Carramboise, Director						
	OR					
	(By a director if adopted by the directors)					
	OR					
(By an incorporator if adopted by the incorporators)						
Typed or printed name						
Title						