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KRAMER GREEN ZUCKERMAN KAHN

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FROM: KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.

ACCT#: 073707002173

CONTACT: SANDY TOMLIN

PHONE: (954)966-2112

FAX #: (954)981-1605

NAME: GENESIS PRODUCTS, INC.

AUDIT NUMBER.....H98000017916

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DIVISION OF CORPORATIONS

Amendment
9-28-98
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**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
GENESIS PRODUCTS, INC.**

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, the Articles of the Incorporation of the above-named Corporation are hereby amended as follows:


- 1. ARTICLE IV, Capital Stock, is hereby amended to read as follows:

The corporation is authorized to issue five million shares of common stock, par value \$.01 per share.

- 2. The foregoing amendment was adopted by written consent of all of the Directors and Shareholders entitled to vote thereon, pursuant to Florida Business Corporation Act Section 607.1003, on September 21, 1998.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Amendment this 21 day of September, 1998.

GENESIS PRODUCTS, INC.

By: 
Frank Palladino, ~~President~~ Secretary-Treasurer

By: 
Edwin B. McDonald, President

K:\MFG\GENESIS\ARTICLE.AMD

Prepared by: Mitchell G. Green, Esq., Bar No. 358789, 4000 Hollywood Blvd., Suite 485 South, Hollywood, FL 33021, Phone: (954)966-2112