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(Requestor's Name)

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July 25, 2005

VIA OVERNIGHT DELIVERY

Florida Department of State
Division of Corporations
Corporate Filings
409 E. Gaines Street
Tallahassee, Florida 32399

Re: CJR World Enterprises, Inc., Recapitalization
Our File #18684

Dear Sir/Madam:

For the purpose of amending the Articles of Incorporation of CJR World Enterprises, Inc., a Florida corporation (the "Corporation"), enclosed please find the following:

1. Original and two (2) copies of the Articles of Amendment of CJR World Enterprises, Inc.; and

2. Our firm's check in the amount of $35.00, payable to the Florida Secretary of State, in payment of the applicable fees.

Please return a "filed stamped" copy of the Articles of Amendment of CJR World Enterprises, Inc. to me in the enclosed self-addressed, stamped envelope.

Please accept the enclosed for filing and, pursuant to the applicable provisions of the Florida Business Corporation Act, issue a Certificate of Amendment to the undersigned on behalf of the Corporation.

If you have any questions, please call me.

Sincerely,

Cathy R Ellis

Cathy R. Ellis
Paralegal

CRE:bms
Enclosures
#201980

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF
CJR WORLD ENTERPRISES, INC.

Pursuant to Sections 607.1003 and 607.0602 of the Florida Business Corporation Act, the sole Shareholder and Board of Directors of **CJR WORLD ENTERPRISES, INC.** (the "Corporation"), a corporation duly organized and legally existing under the laws of the State of Florida, did, by a Consent in Lieu of Special Joint Meeting of the sole Shareholder and the Board of Directors, amend the Articles of Incorporation of said Corporation as follows, in accordance with Section 607.1006 of the Florida Business Corporation Act:

1. The name of the corporation is CJR WORLD ENTERPRISES, INC.

2. The Corporation's Articles of Incorporation are amended by deleting Article III in its entirety and inserting in lieu thereof a new Article III to read as follows:

Article III

> The total number of shares of capital stock which the Corporation shall have authority to issue is one thousand (1,000) shares, divided into nine hundred ninety (990) shares of Class A Non-Voting Common Stock, par value One Dollar ($1.00) per share and ten (10) shares of Class B Voting Common Stock, par value One Dollar ($1.00) per share. The Class A Non-Voting Common Stock shall be nonvoting and shall, other than with respect to its lack of a vote, possess all of the rights of the Class B Voting Common Stock including, but not limited to, the right to participate with the Class B Voting Common Stock on an equal basis in dividends and other distributions from the Corporation.

3. In exchange for the surrender to the Corporation by the sole Shareholder of his five hundred (500) shares of the Corporation's Stock, represented by Certificate Number 2 on the Books of the Corporation, the Corporation shall issue to the Sole Shareholder ten (10) shares of Class B Voting Common Stock, and nine hundred ninety (990) shares of Class A Non-Voting Common Stock, such shares to be represented by new stock Certificates on the Books of the Corporation.

4. The above amendment was adopted by a Consent in Lieu of Special Joint Meeting of the sole Shareholder and the sole member of the Board of Directors dated as of the 18th day of July, 2005.

5. All provisions of this Amendment to the Articles of Incorporation have been duly approved by the sole shareholder of the Corporation in accordance with the provisions of Section 607.1003 of the Florida Business Corporation Act.

6. All provisions of this Amendment to the Articles of Incorporation have been duly adopted by the sole member of the Board of Directors of the Corporation in accordance with the provisions of Section 607.0602 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, CJR WORLD ENTERPRISES, INC. has caused these Articles of Amendment to be executed and delivered by its duly authorized officers, this 18th day of July, 2005.

ATTEST:

By: ______________________
Chad J. Rosenberg, Secretary

CJR WORLD ENTERPRISES, INC.

By: ______________________
Chad J. Rosenberg, President

[CORPORATE SEAL]

Notary Public, Gwinnett County, Georgia
My Commission Expires Oct. 2, 2005

#201579