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GLENN RASMUSSEN & FOGARTY

ATTORNEYS AT LAW

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November 25, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-12/01/97--01034--001
*****87.50 *****87.50

Re: C E Acquisition Corporation

Gentlemen:

Enclosed are the following items pertaining to the Articles of Amendment to the Articles of Incorporation of C E Acquisition Corporation:

1. The original and one copy of the Articles of Amendment to Articles of Incorporation; and

2. Our check payable to you for the following charges:

| | |
|-----------------|--------------|
| Filing Fee: | \$35.00 |
| Certified Copy: | <u>52.50</u> |
| TOTAL: | \$87.50 |

FILED
97 DEC -1 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please approve and file the original Articles of Amendment, certify the copy of them, and return to certified copy to us. Please call me if you have any questions regarding this matter.

Very truly yours,

GLENN RASMUSSEN & FOGARTY, P.A.



David S. Felman

DSF/kb

cc: David C. Reilly

Enclosures

1962-002^C

DEC 4 1997

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
C E ACQUISITION CORPORATION

FILED
97 DEC -1 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Business Corporation Act (the "FBCA"), C E Acquisition Corporation adopts these Articles of Amendment:

FIRST: The name of the corporation is C E Acquisition Corporation.

SECOND: Article I of the corporation's Articles of Incorporation is amended entirely to read as follows:

The name of the corporation is: CamEra, Inc.

THIRD: The foregoing amendment of Article I was approved on November 24, 1997, by unanimous written consent of the directors and shareholders of the corporation.

FOURTH: The foregoing amendment will become effective upon the filing of these Articles of Amendment with the Florida Department of State.

EXECUTED: November 24, 1997.

C E ACQUISITION CORPORATION

By: 

David C. Reilly, President

ATTEST:



Derek D. Dixon, Secretary

(Corporate Seal)