

SEP-27-2000 11:01

HODGSON RUSS

561 394 3862 P.02/05

P970000 9641Z

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000051191 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4000

From:

Account Name : HODGSON, RUSS, ANDREWS, ET AL
Account Number : 072720000242
Phone : (561) 394-0500
Fax Number : (561) 394-3862

FILED
00 SEP 27 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

H B B F HOLDINGS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$43.75

AMEND
KREB
9/27

Electronic Filing Menu

Corporate Filing

Public Access Help

SEP-27-2000 11:01

HODGSON RUSS

561 394 3862 P.01/05

**HODGSON RUSS
ANDREWS
WOODS &
GOODYEAR LLP**
ATTORNEYS AT LAW

2000 Glades Road, Suite 400
Boca Raton, Florida 33431
561-394-0500
Fax: 561-394-3862

*Albany
Boca Raton
Buffalo
Gloversville
New York
Toronto
West Palm Beach*

A Registered Limited Liability Partnership Including Professional Associations

18160.0012

Please deliver the following pages to:

Name: Sir/Madam

Phone Number: 850-488-9000

Company: Secretary of State/Corporation Division

City, State: Tallahassee, Florida

Telecopier Number: 850-922-4000

Must be Sent by: September 27, 2000 Time: Before 5:00 p.m.

From: Hazel A. Gianatiempo

Ext: 3020

Total Pages: 5 (including cover page)

Today's Date: September 27, 2000

Comments: Attached are the Articles of Amendment for H B B F Holdings, Inc.

RECEIVED
00 SEP 27 AM 11:17
DIVISION OF CORPORATIONS

Confidentiality Notice

This is a **CONFIDENTIAL** transmission. The sender, Hodgson, Russ, Andrews, Woods & Goodyear, LLP, is a law firm representing its client. The transmission is intended for the designated addressee only. If you are not the intended recipient, please contact us immediately and **REFRAIN FROM DISCLOSING OR USING THE ENCLOSED INFORMATION IN ANY WAY**. Failure to comply with this direction may result in a claim that you have violated the law and/or are liable for money damages. Thank you for your attention to this message.

■ (If you have received this transmission in error, please notify us by telephone (561) 394-0500 immediately so that we can arrange for the return of the documents to us at no cost to you.)

In the event of missing pages or other problems with the transmission of this Fax, please call: (561) 394-0500

File No.: 19297.0001

Attorney/Attorney No.: HAG/649

Date: _____

Total No. of Pages Telecopied (including cover page): 5

Time Sent: _____ a.m. / p.m.

Brief Description of Document Sent: Filing Articles of Amendment

Operator's Name: _____

Floor/Ext: _____

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
H B B F HOLDINGS, INC.**

FILED
00 SEP 27 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned,
being the President of H B B F Holdings, Inc. (the "Corporation"), does hereby certify:

1. The name of the Corporation is H B B F Holdings, Inc.
2. Article IV of the Articles of Incorporation, which provides that the aggregate number of shares which the Corporation shall have the authority to issue shall be 5,000 common shares of the par value of \$1.00 each, is hereby amended to change such authorized shares, whether issued or unissued, into 5,500 shares of which 500 shares of the par value of \$1.00 shall be voting common shares and 5,000 shares of the par value of \$1.00 shall be non-voting common shares. To effect such amendment, Article IV of the Articles of Incorporation is hereby amended and restated in its entirety as follows:

PREPARED BY:
Hazel A. Gianatiempo
Corporate Paralegal
Hodgson Russ Andrews Woods & Goodyear, LLP
2000 Glades Road -- Suite 400
Boca Raton, Florida 33431-8599

"ARTICLE IV

CAPITAL SHARES

The aggregate number of shares which the Corporation shall have the authority to issue is five thousand five hundred (5,500) shares of which five hundred (500) shares of the par value of \$1.00 per share shall be designated Voting common shares and five thousand (5,000) shares of the par value of \$1.00 per share shall be designated Non-Voting common shares. The holders of the Non-Voting common shares shall not be entitled to vote at any meeting of shareholders or otherwise to receive notice of any meeting of shareholders. The Non-Voting common shares shall not be included in determining a quorum for the transaction of any business or the number of shares voting or entitled to vote on any matters to be voted on by the shareholders of the Corporation."

3. Immediately prior to the foregoing amendment, there were 100 issued and outstanding common shares of the par value of \$1.00 per share. As a result of the foregoing amendment, each such issued and outstanding share shall automatically be changed into 1 share of Voting common shares of the par value of \$1.00 per share and 10 shares of Non-Voting common shares of the par value of \$1.00 per share so that after such change there shall be 100 Voting common shares of the par value of \$1.00 per share and 1,000 Non-Voting common shares of the par value of \$1.00 per share issued and outstanding.

4. The foregoing amendments of the Articles of Incorporation were authorized by the written consent, as of September 25, 2000, of the sole director of the Corporation followed by the written consent, as of September 25, 2000, of the sole holder of all of the outstanding shares of the Corporation entitled to vote thereon.

SEP-27-2000 11:02
H00000051191 5

HODGSON RUSS

561 394 3862 P.05/05

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Amendment of Articles of Incorporation as of this 25th day of September, 2000.

Helen Bernstein-Fealy
Helen Bernstein-Fealy

BFLDOCS:442518_1 (9HG601)

H00000051191 5