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NAME: RYNDAL'S, INC.
AUDIT NUMBER.....H98000010653
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ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF RYNDAL'S, INC.

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Statutes, Ryndal's, Inc., adopts the following Articles of Amendment to its Articles of Incorporation:

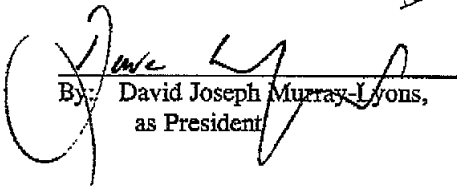
1. The name of the corporation is Ryndal's, Inc.
2. The original Articles of Incorporation for the corporation were filed on December, 4, 1997, and assigned Charter No. P97000102018.
3. By written consents executed on June 8th, 1998, by all of the Directors and Shareholders of the corporation, respectively, the Directors and Shareholders have agreed that the Articles of Incorporation be amended to change the name of the Corporation to "Rundle's, Inc." The amendment was approved by the single class of Shareholders and the number of votes cast for approval was sufficient.

4. Article I of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE I - NAME

The name of this corporation is Rundle's, Inc.

IN WITNESS WHEREOF, the President of the corporation has executed these Articles of Amendment this 8th day of June, 1998, on behalf of the corporation.

By:  David Joseph Murray-Lyons,
as President

This document was prepared by:
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