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COMPREHENSIVE
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CONSULTATION

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December 6, 1999

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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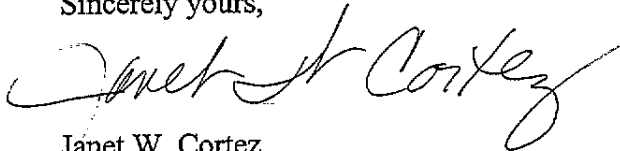
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*****85.00 *****43.75

Dear Sirs:

Please find enclosed an original and two copies of the Articles of Amendment to the Articles of Incorporation for CONTINENTAL SEWING MACHINES & PARTS CORP. A check in the amount of \$85.00 is enclosed to cover the cost of the filing fee (\$35.00) and a certified copy (\$50.00).

Sincerely yours,



Janet W. Cortez
Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 16 AM 9:59

FILED

all 1-4-2000
Amend

ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
CONTINENTAL SEWING MACHINES & PARTS CORP.

Pursuant to the provisions of section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: **ARTICLE XII, STOCKHOLDERS** is being amended to read as follows:

The names and addresses of the stockholders of this corporation and the number of shares of common stock they agree to take are:

Marcio F. Martins 14581 S.W. 95 Lane Miami, FL 33186	50 % Shares or 500 Shares
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Elias Salem 21141 N.E. 21st Court Miami, FL 33179	16 % Shares or 166 Shares
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Joseph Friedlander 6 Beachplum Drive Centerport, NY 11721	17 % Shares or 167 Shares
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Louis Civiterese 23 Hillock Avenue Hawthorne, NJ 07506	17 % Shares or 167 Shares
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: The date of the foregoing amendment's adoption is December 1, 1999.

THIRD: This amendment was approved unanimously by the shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 15th day of December, 1999.



Marcio F. Martins, President