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ACCOUNT NO. 072100000032

REFERENCE 250265 85437A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 21, 1999

ORDER TIME : 5:08 PM

ORDER NO. : 250265-010

CUSTOMER NO: 85437A

CUSTOMER: Louis A. Supraski, Esq  
Smith & Supraski, P.a.  
Second Floor  
2450 N.e. Miami Gardens Drive  
Miami, FL 33180

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-05/24/99--01015--012  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

DOMESTIC AMENDMENT FILING

NAME: A.G.M.O. HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED  
99 MAY 24 AM 9 33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 MAY 24 AM 9 17  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

G. COULLIETTE MAY 24 1999

LAW OFFICES  
**SMITH & SUPRASKI**  
PROFESSIONAL ASSOCIATION  
2450 N.E. MIAMI GARDENS DRIVE (186TH STREET)  
SECOND FLOOR  
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May 20, 1999

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

**Re: A.G.M.O. HOLDINGS, INC.**


Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Amendment to Articles of Incorporation of A.G.M.O., along with our office account check in the amount of \$43.75 payable to Department of State representing the filing fee.

Please file the original, certifying the copy and sending same back to this office.

Thank you in advance for your courtesy and cooperation in this matter.

Very truly yours,

  
Louis A. Supraski, Esq.

LAS/es  
Enclosures

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**A.G.M.O HOLDINGS, INC.**

**FILED**  
99 MAY 24 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:**      **ARTICLE III - CAPITAL STOCK.** The language beneath the heading is hereby deleted in its entirety and in its place and stead the following language is substituted:

The maximum number of shares which this corporation is authorized to have at any one time is as follows:

- 1.)      100 shares of Class A common stock.
- 2.)      1000 shares of Class B common stock

The par value of both Class A and Class B shares are \$1.00 per share.

Existing shares are to be exchanged by holders thereof, pro-rata, for the new voting and non-voting shares. After the exchange, the corporation shall cancel all surrendered shares as well as any treasury shares.

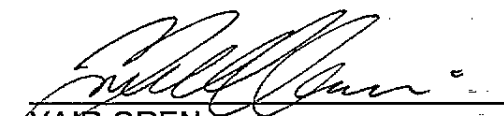
Class A and Class B shall have same rights and privileges, including but not limited to, corporate equity ownership, rights to dividends and distribution upon liquidation or otherwise, except that the Class B shares shall possess no voting rights and the Class A shares shall have all of the voting rights.


**THIRD:**      This Amendment was adopted on, and shall be effective as of, May 20, 1999.

**FOURTH:**    The foregoing amendment(s) was/were approved by all the shareholders and directors. The number of votes cast for the amendment(s) was/were sufficient for approval.

IN WITNESS WHEREOF, we have executed these Articles of Amendment and affixed the corporate seal of A.G.M.O. Holdings, Inc.

Dated this 20th day of May, 1999.

  
YAIR OREN  
President

  
FRIEDA OREN,  
Secretary/Director

CORPORATE SEAL