

Division of Corporations

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BASIC AMENDMENT

BENNY PEN, INC.

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ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
BENNY PEN, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as President of BENNY PEN, INC., a Florida corporation ("Corporation"), does hereby certify that the amendment provided for herein to change the name of the Corporation was adopted unanimously by written consents of the shareholders and board of directors of the Corporation pursuant to §607.0704 and §607.0821, *Florida Statutes*, on the 31st day of July, 1999, and the number of votes cast in favor of the said amendment was sufficient to carry the motion. The document number of the Corporation is P98000016289.

1. The name of the Corporation is BENNY PEN, INC.
2. Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

The name of this corporation is CLEARWATER PEN, INC. The mailing address of the corporation is: 1700 Sunshine Drive, Clearwater, Florida 33765. The address of the corporation's principal office is 1700 Sunshine Drive, Clearwater, Florida 33765.

3. All other articles and provisions of the Articles of Incorporation as filed on February 19, 1998, remain the same.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the 31st day of July, 1999.



Demetre Loulourgas
President

Donald P. Reed, Esq.
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