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NAME: NORTHWIND HOLDINGS, INC.
AUDIT NUMBER......H98000011956
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ARTICLES OF AMENDMENT OF NORTHWIND HOLDINGS, INC.

The following amendment to Article IX of the Articles of Incorporation of NORTHWIND HOLDINGS, INC. was adopted on the 26TH day of June, 1998 by Alan W. Levine, the incorporator, without shareholder action. Shareholder action was not required.

Article IX is amended, ab initio, to read as follows:

ARTICLE IX OFFICERS

The officers of the corporation are:

President:

Philippe Mastantuono

Secretary:

Patrick Honore

Treasurer:

Philippe Mastantuono

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of the 26th day of June, 1998.

ALAN W. LEVINE, INCORPORATOR

OB JUN 29 AM IO: 19

Alan W. Levine, Esq.
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