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OFFICE
STEIN, ROSENBERG & WINIKOFF

Professional Association

SEVENTH FLOOR
4875 NORTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33308

JACK STEIN
ARTHUR R. ROSENBERG
JEFFREY A. WINIKOFF
KURT D. ZIMMERMAN
GARY M. MILLER
CRAIG D. STEIN

FILED
98 MAY 28 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(954) 472-5151
FAX (954) 472-4224

May 22, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327
Attention: Amendment Section

600002536686--9
-05/27/98--01066--007
*****87.50 *****87.50

RE: Sheribel Manufacturing, Inc

To Whom It May Concern:

Return Enclosed herein please find an Articles of Amendment, as well as the Certificate of Secretary with regard to the above named corporation for filing. I have also enclosed my firm's check in the amount of Eighty-Seven Dollars and Fifty Cents (\$87.50) for receiving a certified copy of the aforementioned documents.

Should you have any questions concerning the foregoing, please feel free to contact me.

Very truly yours,

Arthur R. Rosenberg
ARTHUR R. ROSENBERG

ARR/dc
Enclosures

VS JUN 5 1998

Amend

ARTICLES OF AMENDMENT

SHERIBEL MANUFACTURING, INC.

FILED
98 MAY 28 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above named Corporation are hereby amended as follows:

1. Article III is hereby amended to read as follows:

ARTICLE III. STOCK

SECTION A: The Corporation shall have two classes of common stock, Class A and Class B.

- i. There shall be a maximum of Five Hundred (500) Shares of Class A common stock. Each share of Class A common stock shall have one vote.

- ii. There shall be maximum of Five Hundred (500) Shares of Class B common stock. The shares of Class B common stock shall have the same rights as Class A common stock, except Class B common stock shall have no voting rights.

- iii. Each share of common stock, whether Class A or Class B shall have a par value of \$1.00 per share.

SECTION B: The common stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators or by the Directors at a meeting called for such purpose or at the organizational meeting. Property, labor or services may be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the Directors of the Company. Stock in other corporations or on-going businesses may be purchased by the Corporation, in return for the issuance of its capital stock, and said purchases shall be on such basis and

for such consideration as the issuance of so much of the capital stock as the Directors of the Company may decide.

2. The foregoing amendment was adopted by written consent of all the Stockholders and Directors entitled to vote thereon, pursuant to Florida Statutes §607.1003, at a meeting held on the 15th day of April, 1998.


RONALD K. SHERMAN

STATE OF FLORIDA)
 : ss
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 15th day of April, 1998, by RONALD K. SHERMAN, Secretary of SHERIBEL MANUFACTURING, INC., a Florida corporation, on behalf of the corporation.


NOTARY PUBLIC

My commission expires:

arr\s\sherman\art-amd.wic



Arthur R. Rosenberg
MY COMMISSION # CC581607 EXPIRES
September 2, 2006
BONDED THRU TROY FAIR INSURANCE, INC.