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Account Name : LEVINE & PARTNERS, P.A. Account Number : 074677001117

Phone (305) 372-1350

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BASIC AMENDMENT

AMERICAN DISTRIBUTION SERVICES, INC.

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ARTICLES OF AMENDMENT OF AMERICAN DISTRIBUTION SERVICES, INC.

The following amendment to Article IX of the Articles of Incorporation, filed May 26, 1998 under document #P98000046796, of AMERICAN DISTRIBUTION SERVICES, INC. was adopted on the 26th day of May, 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:

Patrick Honore

Vice-President:

Philippe Mastantuono

Secretary:

Noel Terrones

Treasurer:

Noel Terrones

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of the 26^{th} day of May, 1998.

ALAN W. LEVINE, INCORPORATOR

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Alan W. Levine, Esq. Levine & Partners, P.A. 1110 Brickell Avenue, 7th Floor Miami, FL 33131 (305) 372-1350 Florida Bar No. 866822