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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS ATTORNEYS AND COUNSELORS AT LAW

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RICHARD M. SELMAN, P.A.*
ROBERT I. CLAIRE, ESQUIRE, P.A.**

* ALSO ADMITTED IN NEW JERSEY

** CERTIFIED PUBLIC ACCOUNTANT

May 7, 1999

99 MAY 10 PH 12: 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

-05/10/99---01129---010

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VIA FEDERAL EXPRESS

State of Florida Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

RE: Sharkin Enterprises, Inc.

Dear Sir/Madam:

Enclosed please find check in the amount of \$35.00 for filing of Articles of Amendment to the Articles of Incorporation for the above-referenced corporation.

Your expediency in returning the filed Articles of Amendment is appreciated.

Should you have any questions, please do not hesitate to call our office.

Robert I. Claire, Esq.

RIC/cg Enclosures/chk.

12-49

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

99 MAY 10 PM 12: 48

SECRETARY OF STATE TALLAHASSEE.FLORIDA

OF

SHARKIN ENTERPRISES, INC.

Pursuant to the provisions of Section 607.1006, Florida

Statutes, the undersigned corporation adopts the following Articles

of Amendment to its Article of Incorporation:

FIRST:

ARTICLE VI is hereby amended to read as follows:

ARTICLE VI

BOARD OF DIRECTORS

The number of directors constituting the Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one (1). The names and addresses of the Board of Directors of the corporation are as follows:

Chad Andrew Hankin

1

102 N.E. 2nd Street, Suite 127

Boca Raton, Florida_33432

George David Hankin

102 N.E. 2nd Street, Suite 127

Boca Raton, Florida 33432

SECOND:

ARTICLE VII is hereby amended to read as follows:

ARTICLE VI

OFFICERS

The names and addresses of each officer are as follows:

Chad Andrew Hankin, President 102 N.E. 2nd Street, Suite 127

Secretary and Treasurer Boca Raton, Florida 33432

George David Hankin, Vice Pres. 102 N.E. 2nd Street, Suite 127

Boca Raton, Florida 33432

THIRD:

The effective date of this amendment is - May 7, 1999.

FOURTH:

The foregoing Amendment(s) was adopted by the Board of Directors and approved by the unanimous consent of all Shareholders of the Corporation on May 7, 1999.

Signed this ____ day of May, 1999.

SHARKIN ENTERPRISES, INC.

Chad Andrew Hankin, President, Secretary and Treasurer

STATE OF FLORIDA

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this day of ______, 1999, by Chad Andrew Hankin, President, Secretary and Treasurer of SHARKIN ENTERPRISES, Inc. who is personally known to me or who has produced ______ as identification and who did/did not take an oath.

My commission expires:

NOTARY PUBLIC

