

P 98000098863

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June 10, 1999

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****43.75 *****43.75

Re: Articles of Amendment to Articles of Incorporation of World Excess Corp.

Dear Sir or Madam:

I have enclosed the original Articles of Amendment to Articles of Incorporation of World Excess Corp. I have also enclosed this firm's check in the amount of \$43.75, representing your fee for filing and providing a certified copy to the undersigned. A pre-addressed, stamped envelope is enclosed for your convenience in forwarding the certified copy to the undersigned.

Should you have any questions or comments in this regard, please do not hesitate to contact the undersigned.

*Amend
6-18-99
GSS*

Very truly yours,

Gary S. Salzman

GSS/cjg
Enclosure
cc: World Excess Corp.
F:\DOCS\WorldExcess\SecofState.amend

FILED
99 JUN 14 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WORLD EXCESS CORP.**

WORLD EXCESS CORP., a corporation organized and existing under the laws of the State of Florida, under document number P98000098863, filed in the office of the Secretary of State on November 20, 1998, hereby certifies as follows:

1. The directors and shareholders considered amending the Articles of Incorporation so as to recapitalize the corporate structure by changing the authorized number of shares of stock to Two Thousand (2,000), and to provide for a par value of ten cents (\$.10) per share. After discussion, it was

RESOLVED, that the Articles of Incorporation of WORLD EXCESS CORP., be amended so as to increase the maximum number of shares of stock authorized to Two Thousand (2,000) and to provide for a par value of ten cents (\$.10) per share, and that Article III shall be amended to read in its entirety as follows:

**ARTICLE III
AUTHORIZED SHARES AND CAPITAL STOCK**


The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is two thousand (2,000) shares of common stock having a par value of Ten Cents (\$.10) per share. One Thousand (1,000) of said shares shall be designated and known as voting common stock and One Thousand (1,000) of said shares shall be designated and known as non-voting common stock. Except for voting rights, all shares of common stock shall be subject to the same rights and shall be in equal in all other respects.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. These Articles of Amendment were approved by all of the directors of the corporation and by all of the shareholders by joint written action dated January 1, 1999.

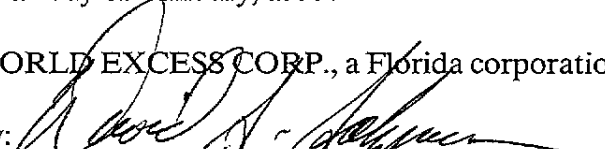
IN WITNESS WHEREOF, the undersigned President, Director and Secretary of this corporation have executed these Articles this 1st day of January, 1999.

Attest:


David S. Salzman, Secretary

WORLD EXCESS CORP., a Florida corporation

By:


David S. Salzman, President and Director