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PLEASE REPLY TO:  
FT. LAUDERDALE

September 19, 2000

Florida Department of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

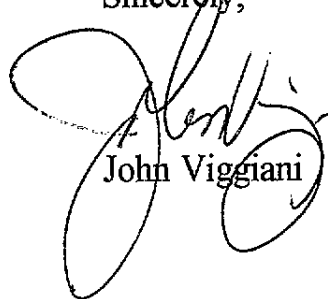
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-09/20/00--01036--002  
\*\*\*\*\*44.75 \*\*\*\*\*43.75

Re: Payment for Amending and Entity and a certified copy

To Whom it May Concern:

Enclosed please find a check in the amount of \$44.75 for payment to amend an entity and to receive a certified copy back in the enclosed self addressed stamped envelope.

Sincerely,

  
John Viggiani

JV/ch

Amend  
cc

FILED  
00 SEP 20 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

S. PAYNE SEP 28 2000

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
HTS INDUSTRIES, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

**FIRST:** Article 5 of the Articles of Incorporation provides:

President:	Deidre Laratro
Vice President:	Roy M. Partin
Secretary:	Roy M. Partin
Treasurer:	Roy M. Partin

**SECOND:** Article 5 shall be amended to state:

President:	Sharon Ritzer
Vice-President:	Rosanne Casale
Secretary:	Rosanne Casale
Treasurer:	Sharon Ritzer

whose addresses shall be the same as the principal address of the Corporation.

**THIRD:** Article 6 of the Articles of Incorporation states Director(s) as:

Deidre Laratro

**FOURTH:** The Director(s) of the Corporation shall be changed to:

Sharon Ritzer  
Rosanne Casale  
Anthony Casale

Whose addresses shall be the same as the principal address of the Corporation.

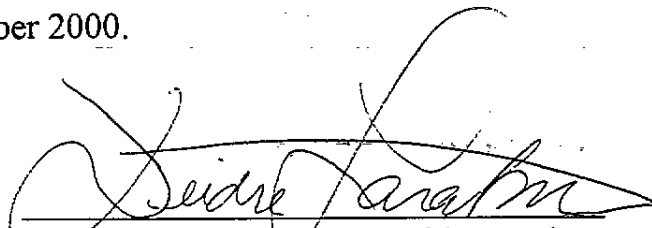
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00 SEP 20 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FIFTH: The date of the adoption of this amendment is the 15th day of September 2000.

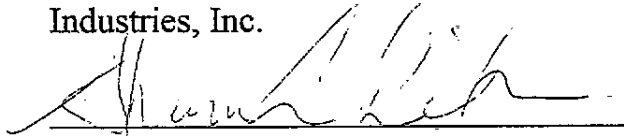
SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 15<sup>th</sup> day of September 2000.

A handwritten signature in dark ink, appearing to read "Deidre Laratro", written over a horizontal line.

Deidre Laratro, former President and  
Chairman of the Board of Directors of HTS  
Industries, Inc.

A handwritten signature in dark ink, appearing to read "Sharon Ritzer", written over a horizontal line.

Sharon Ritzer, as New President and  
Chairman of the Board of Directors of HTS  
Industries, Inc.