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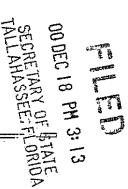
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BASIC AMENDMENT

ACCLAIM PRINTING & FOIL, INC.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 18, 2000

ACCLAIM PRINTING & FOIL, INC. 13131 93RD ST., NORTH LARGO, FL 33773

SUBJECT: ACCLAIM PRINTING & FOIL, INC.

REF: P99000017283

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Darlene Connell Corporate Specialist FAX Aud. #: H00000065590 Letter Number: 000A00063438 H00000065590 2

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF ACCLAIM PRINTING & FOIL, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the Corporation is: Acclaim Printing & Foil, Inc.
- 2. Article I, Name and Address, is hereby amended as follows:

"ARTICLE I

EFFECTIVE DATE

The name of the Corporation shall be: APF Industries, Inc. The principal place of business and mailing address of the Corporation shall be: 13131 93rd Street, North, Largo, Florida 33773."

3. The effective date of this Amendment is January 1, 2001.

4. The amendment was duly approved by the Shareholders and Directors on Directors on 2000, in accordance with Section 607.1006.

DATED: December 14, 2000.

OO DEC 18 PM 3: 13
SECULTABLASSEE, FLORIDA

ACCLAIM PRINTING & FOIL, INC.

Roger L/Edelman, President

This Instrument Prepared By: Jack J. Geller, Esq. 2560 Gulf to Bay Boulevard, Suite 300 Clearwater, FL 33765 727/799-4840 Florida Bar No. 0243991