Division of Corporations

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Florida Department of State

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BASIC AMENDMENT

ELM GENERAL, INC.

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FLORIDA DEPARTMENT OF STATE
Ketherine Herris
Secretary of State

April 29, 1999

ELM GENERAL, INC. 222 LAKEVIEW AVE STE 800 WEST PALM BEACH, FL 33481

SUBJECT: ELM GENERAL, INC.

REF: P99000032425

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Darlene Connell Corporate Specialist FAX Aud. #: H99000010057 Letter Number: 699A00022782 FA#: H49_ 10057

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF ELM GENERAL, INC.

The following provision of the Articles of Incorporation of Elm General, Inc., a Florida corporation (the "Corporation"), filed April 8, 1999, Charter Number P99000032425, be, and it is hereby, amended as set forth below:

Article I of the Articles of Incorporation of the Corporation is amended in its entirety to read as follows:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is Cell General, Inc. (hereinafter the "Corporation") The Corporation currently has no directors, shareholders or officers.

The foregoing amendment was adopted by the Incorporator dated as of April 21,7999.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of April 27,1999.

ELM GENERAL, INC.

Marvin S. Rosen, Incorporator

Prepared by: Marvin S. Rosen, Esq.
FL Bar #394660
Ruden McClosky, Et al.
222 Lakeview Avenue
W. Palm Beach, FL 33401
(561) 838-4500

FA#: H49-10057