Division of Corporations

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Division of Corporations Fax Number : (850)922-4000

From:

Account Name : LEVINE & PARTNERS, P.A. Account Number : 074677001117

Phone (305)372-1350 Fax Number : (305)372-1352

BASIC AMENDMENT

F.I. HOLDINGS CORP.

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ARTICLES OF AMENDMENT OF F.I. HOLDINGS CORP.

The following amendment to Article IX of the Articles of Incorporation of F.L. HOLDINGS CORP. was adopted on the 20th day of April, 1999 by Alan W. Levine, the incorporator, without shareholder action. Shareholder action was not required.

Article IX is amended, ab initio, to read as follows:

ARTICLE IX OFFICERS

The sole officer of the corporation is:

President:

Vincenzo Maria Zuco

Secretary:

Vincenzo Maria Zuco

Treasurer:

Vincenzo Maria Zuco

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of the 20th day of Apr<u>il</u>, 1999.

ALAN W. LEVINE, INCORPORATOR

Alan W. Levine, Esq. Levine & Partners, P.A. 1110 Brickell Avenue, 7th Floor Miami, FL 33131 (305) 372-1350 Florida Bar No. 866822 99 APR 21 PH 2: 53