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DIVISION OF CORPORATIONS

BASIC AMENDMENT

LAND-MAR PRODUCTS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

AMEND
PAC 11-7
11/7/02 (2)

Audit Fax # H02000223283 1**ARTICLES OF AMENDMENT OF
LAND-MAR PRODUCTS, INC.**

THE UNDERSIGNED, PETER J. BURER, being the President and MIKE REISCHMANN being the Secretary of LAND-MAR PRODUCTS, INC., do hereby certify that the following Amendment to the Articles of Incorporation of LAND-MAR PRODUCTS, INC., was approved by the Stockholder of said Corporation on the 5th day of November 2002, at a duly called meeting of the Stockholder and Director of the Corporation.

The Articles of Incorporation of LAND-MAR PRODUCTS, INC., are hereby amended as follows:

1. Article III is hereby deleted and the following is inserted in lieu thereof

ARTICLE III**CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,500 shares of common stock, of which 7,000 shall be voting shares and 500 of which are non-voting shares, with a par value of \$1.00 per share. The only difference between voting and non-voting shares is the ability to vote.

It is acknowledged that the presently outstanding 200 shares of common stock which have been issued are and shall continue to be voting shares, and that upon issuance of subsequent stock, the certificates shall be labeled voting or non-voting as designated by the Board of Directors.

2. All amendments included herein were adopted November 5, 2002, pursuant to Section 607.1004, F.S., and there is no discrepancy between the Corporation's Articles of Incorporation as theretofore amended other than the inclusion of these amendments and the omission of matters of historical interest.

3. This Amendment has been approved by the consent of sole Shareholder of the Corporation who is entitled to vote the 5th day of November, 2002.

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(727) 442-1200
Florida Bar #: 371750

ARTICLES OF AMENDMENT OF LAND-MAR PRODUCTS, INC.

PAGE 1

Audit Fax # H02000223283 1

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ALAN S. GASSMAN, P.A.
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Audit Fax # H02000223283 1

4. This Amendment shall be effective upon its filing with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned do hereunto set their hands this 5th day of October, 2002.
November

By: Peter J. Burer
PETER BURER
Its President

ATTEST:

Mike Reischmann
MIKE REISCHMANN
Its Secretary

STATE OF FLORIDA)
COUNTY OF PINELLAS)

ON THIS 5 day of November, 2002, before me _____ (name of notary) the undersigned notary, personally appeared PETER BURER and MIKE REISCHMANN, known to me, or who produced FL. Licenses as identification, and who did take an oath, to be the persons whose names are subscribed to the above instrument, and being informed of the contents of said instrument, acknowledged that they voluntarily executed the same for the uses and purposes herein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

NOTARY PUBLIC
COMMISSION # 00012315 EXPIRES
OCTOBER 22, 2005
DONALD A. RICH



Donna Duck
Notary Public

My Commission Expires:

J:\RReischmann\Recapitalization\Articles of Amendment 2.doc
sent 10/10/02

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(727) 442-1200
Florida Bar #: 371750

ARTICLES OF AMENDMENT OF LAND-MAR PRODUCTS, INC.

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PAGE 2