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Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: C&W/Rampage, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Amendment of Articles of Incorporation for the above corporation, along with our check in the amount of \$35.00.

*Irina Coniglio gave authorization  
to add Shareholder Clause in  
# fourth. 5/16/00*

Very truly yours,

*Irina Coniglio*  
IRINA CONIGLIO  
Legal Assistant

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

/ic  
Encls.

*Amend & N/C*

V. SHEPARD MAY 17 2000

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY -4 PM 12:35

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION**

**OF**

**C&W/RAMPAGE, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAY 14 PM 12:35

Pursuant to the provisions of §607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Article I of the articles of incorporation of C&W/RAMPAGE, INC., was amended to change the name of the corporation to CW/RAMPAGE, INC.

**SECOND:** Article V of the articles of incorporation of C&W / RAMPAGE, INC., was amended as follows:

"The Corporation is authorized to issue Ten Million (10,000,000) shares of Common Stock which shares shall have a par value of (\$.01) each.

The Corporation is authorized to issue Ten Million (10,000,000) shares of Preferred Stock. In accordance with the By-Laws of the Corporation, as amended from time to time, the Corporation may provide for the issuance of such Preferred Stock in classes and, by filing the appropriate articles of amendment with the Secretary of State of Florida, may authorize to establish the number of shares to be included in each class and the preferences, limitations, and relative rights of each class."

**THIRD:** Article IX of the articles of incorporation of C&W/RAMPAGE, INC., was amended as follows:

"The names, addresses and positions held of the officers of this Corporation are as follows: These officers shall serve in their respective positions until such time that they may be replaced in accordance with any shareholder agreement among the shareholders of the Corporation and the By-Laws of the Corporation.

President  
And Treasurer:

Celeste De Armas  
9565 Carlisle Avenue  
Surfside, FL 33154

Vice President  
and Secretary:

Cliff Courtney  
4550 N. Michigan Avenue  
Miami Beach, FL 33140

Vice President  
and Assistant Secretary:

Stephen Watson  
4441 Alton Road  
Miami Beach, FL 33140

**FOURTH:** The foregoing Amendments to the Articles of Incorporation were adopted by the Board of Directors on March 30, 2000. Shareholder approval was not required.

Signed on this 13 day of April, 2000.

  
\_\_\_\_\_  
Celeste De Armas, Director