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Law Offices

VIVIAN M. KNAPP, P.A.

1860 Forest Hill Blvd.

Suite 207, Flagler Square Bldg.

West Palm Beach, FL 33406-1701

Phone: (561) 432-0006

Fax: (561) 432-5665

VIVIAN M. KNAPP*

BOARD CERTIFIED CIVIL TRIAL LAWYER

*MEMBER FLORIDA AND
NEW JERSEY BAR

LYNN M. BAGLEY

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*****43.75 *****43.75

February 1, 2000

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: ICE DOG ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed for filing are the original and one copy of Amended Articles of Incorporation for ICE DOG ENTERPRISES, INC. Also enclosed is a check in the amount of \$43.75 for filing and a certified copy.

If you have any questions, please contact me.

Very truly yours,

VIVIAN M. KNAPP

VMK/sb
Enclosures

FILED
00 FEB -7 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
2-17-00
EAS

**AMENDED ARTICLES OF INCORPORATION
OF
ICE DOG ENTERPRISES, INC.**

FILED
00 FEB -7 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Amended Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I – NAME

The name of this corporation is ICE DOG ENTERPRISES, INC.

ARTICLE II – DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III – PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V – PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal offices of this corporation is 1860 Forest Hill Boulevard,

Suite 207, West Palm Beach, Florida 33406 and the name of the initial registered agent of this corporation at that address is Vivian M. Knapp, Esquire.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Vivian M. Knapp	1860 Forest Hill Blvd., Suite 207 West Palm Beach, FL 33406	250	\$250
Steven M. Logan	1860 Forest Hill Blvd., Suite 205 West Palm Beach, FL 33406	250	\$250

ARTICLE VIII – INCORPORATORS

The names and addresses of the Incorporators signing these articles are:

Vivian M. Knapp
1860 Forest Hill Blvd., Suite 207
West Palm Beach, FL 33406

Steven M. Logan
1860 Forest Hill Blvd., Suite 205
West Palm Beach, FL 33406

ARTICLE IX – OFFICERS

The names and addresses of the original Officers of the corporation are:

Vivian M. Knapp 1860 Forest Hill Blvd., Suite 207 West Palm Beach, FL 33406	President
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Steven M. Logan 1860 Forest Hill Blvd., Suite 205 West Palm Beach, FL 33406	Vice President/Treasurer
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Sandra S. Bergemann 1860 Forest Hill Blvd., Suite 207 West Palm Beach, FL 33406	Secretary
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ARTICLE X – INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI – AMENDMENT

This corporation reserves this right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the _____ day of February, 2000.

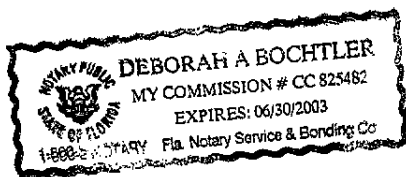

VIVIAN M. KNAPP


STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared VIVIAN M. KNAPP, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this _____ day of February, 2000.




Notary Public


Typed, Stamped or Printed Name

My Commission Expires: 6/30/03

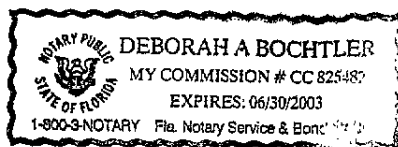

STEVEN M. LOGAN

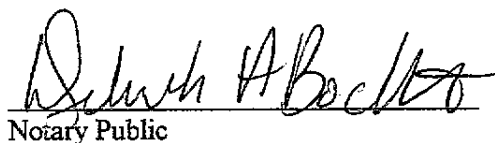
STATE OF FLORIDA

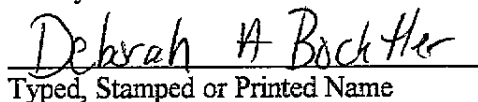
COUNTY OF PALM BEACH

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared STEVEN M. LOGAN, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this ____ day of February, 2000.




Notary Public


Typed, Stamped or Printed Name

My Commission Expires: 6/30/03

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY CERTIFY that I am familiar with the duties and responsibilities of a Registered Agent and hereby accept same as Registered Agent of ICE DOG ENTERPRISES, INC.


VIVIAN M. KNAPP

FILED
00 FEB -7 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA