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COR AMND/RESTATE/CORRECT OR O/D RESIGN

WOOL SUPPLY OF SUNRISE, INC.

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**AMENDMENT TO ARTICLES OF INCORPORATION
OF
WOOL SUPPLY OF SUNRISE, INC.**

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

1. ARTICLE III is hereby amended to read as follows:

The total number of shares the Corporation is authorized to issue is One Thousand (1,000) shares of which One Hundred (100) shall be voting common stock and Nine Hundred (900) shall be non-voting common stock. Each share of the Corporation's stock shall have a par value of One (\$1.00) Dollar per share. Voting Common Stock shall have the same rights and preferences as the holders of non-voting Common Stock, except that the holders of the non-voting Common Stock shall have no voting rights whatsoever. All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

2. The Amendment was unanimously adopted by the directors and shareholders of the Corporation on July 30 2009.
3. Except as hereby amended, the existing Articles of Incorporation of the Corporation shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, has executed these Articles of Amendment, this 30 day of July, 2009.



RANDY WOOL, President

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**CERTIFICATE OF APPROVAL
OF WOOL SUPPLY OF SUNRISE, INC.**

This Amendment to the Articles of Incorporation contains an Amendment to Article III of the Articles of Incorporation, which were filed July 31, 1991. The Amendment seeks to replace the prior Article III with new provisions providing for two classes of Common Stock.

The board of directors recommended this Amendment to the shareholders, pursuant to Florida Statutes Section 607.1003. The shareholders unanimously approved the recommendation via a Written Consent executed on the 30 day of July, 2009.

The undersigned has executed this Certificate of Approval as of the 30 day of July, 2009.

WOOL SUPPLY OF SUNRISE, INC.



RANDY WOOL, President

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