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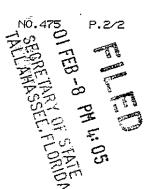
BASIC AMENDMENT

CARICOM DEVELOPMENT CORP.

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF CARICOM DEVELOPMENT CORP.



By unanimous vote of the Board of Directors and Shareholders of Caricom Development Corp., a Florida corporation, originally incorporated on October 10, 1991, Document Number S86420, said Corporation does hereby, pursuant to Florida Statutes, Sections 607.1003 and 607.1006, amend the existing Articles of Incorporation, in the following respect:

ARTICLE III - CAPITAL STOCK is hereby deleted in its entirety and the following provision is inserted in lieu thereof:

ARTICLE III CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE <u>PER SHARE</u>	CLASS OF STOCK
200,000	\$1.00	Common

DATED AT Miami, Florida, this 8 day of November 2000

Eualie Scobie-Henry, Secretary

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