8/13/98

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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: G.K. PERFORMANCE, INC.

AUDIT NUMBER.....H98000015082
DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0
CERT. COPIES.....0

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CERTIFICATE OF AMENDMENT

G. K. Performance, Inc.

G.K. Performance, Inc., a corporation of the State of Florida,

Whose registered office is located at 82 Mayfair Lane, Boynton Beach, Florida 33462,

Certifies pursuant to the provisions of state law, that at a meeting of the stockholders of said corporation called for the purpose of amending the Articles of Incorporation, and held on August 10, 1998, it was resolved by the vote of the holders an appropriate majority of the shares of each class entitles to vote that ARTICLE VII (seven) of the Articles of Incorporation is amended to read as follows and that the vote of the Shareholders was sufficient for approval by a majority of the votes

ARTICLE

The number of Directors of this Corporation is one (1). The number of Directors may either increase or decrease from time to time by an amendment of the By-laws adopted by the corporation, but shall never be less than one (1). The names and addresses of the Board of Directors are:

Gary Kafka 82 Mayfair Lane Boynton Beach, Florida 33462

President/Director

All Directors of the Corporation shall have the right to vote on all contracts and other transactions of the Corporation regardless of their interests therein and no such contract of other transactions between this Corporation and any one or more of its Directors or Shareholders or any other corporation, firm, association, or entity in which one or more of its Directors or Shareholders are directors or are financially interested in shall be either void or voidable because of such relationship or interest.

Signed on August 12, 1998

Gory Katka, Ptesider

THIS INSTRUMENT PREPARED BY: Allan B. Donibrow, CPA

3601 W. Commercial Blvd Suite 22 Ft. Laudordale, Florida, 33309 (954) 111.0252

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