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March 9, 2000

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Florida Division of Corporations
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

RE: Benton Design Group, Inc.

Gentlemen:

Enclosed for filing and approval are the original and a copy of Second Articles of Amendment to the Articles of Incorporation of the above-captioned Florida corporation.

Also enclosed is our check in the amount of \$35.00

Please acknowledge and return the copy to me.

Thank you for your attention to this matter.

Very truly yours,

Suzanne K. Horton
Suzanne K. Horton
Secretary to Robert W. Kievit

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECOND ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
BENTON DESIGN GROUP, INC.

Article I of the Articles of Incorporation of BENTON DESIGN GROUP, INC., is amended to read as follows:

ARTICLE I. NAME

The name of the corporation is BENTON DESIGN, INC.

* * *

The undersigned President of Benton Design Group, Inc., hereby certifies that the above and foregoing Second Amendment to the Articles of Incorporation was approved by unanimous vote of the Board of Directors and the shareholders of the corporation on the 26th day of January, 2000, that all of the shares of stock of the corporation are of the same voting classification, and that the number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF the undersigned President of Benton Design Group, Inc., has executed these Articles of Amendment this 22 day of February, 2000.


Allan Benton, President

RWK:skh:February 3, 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA