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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 914160 4373417

AUTHORIZATION : *Patricia Piggs*

COST LIMIT : \$ 43.75

ORDER DATE : November 30, 2000

ORDER TIME : 10:42 AM

ORDER NO. : 914160-005 ***PLEASE FILE FIRST***

CUSTOMER NO: 4373417

CUSTOMER: Mr. James L. Simpson
Shack & Siegel, P.C.
530 Fifth Avenue
16th Floor
New York, NY 10036-5101

000003481490--5

DOMESTIC AMENDMENT FILING

NAME: WELBILT, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS: N.C.

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STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

COULLIETTE NOV 30 2000

ARTICLES OF AMENDMENT
OF
WELBILT, INC.

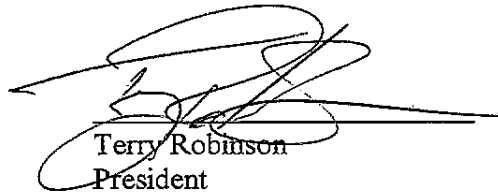
1. The name of the corporation is WELBILT, INC.

2. Article I of the Articles of Incorporation of WELBILT, INC. is hereby amended to read
as follows:

ARTICLE I - NAME

The name of this corporation is T-Cap, Inc.

3. The foregoing amendment was adopted by the Board of Directors and the Shareholders
of this Corporation on November 22, 2000. The number of shareholder votes cast was sufficient
to approve the amendment.


Terry Robinson
President

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