

P 99000022237

SINGER AND ZANE, P.A.
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SUITE 330
WEST PALM BEACH, FLORIDA 33407

JEFFREY P. ZANE*
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FILED
99 MAY 10 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 26, 1999

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****35.00 *****35.00

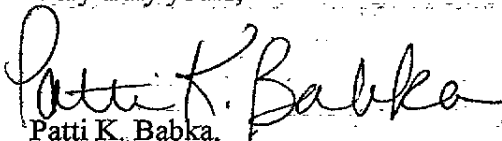
Re: Articles of Amendment
B-Twelve, Inc.

Dear Sir or Madam:

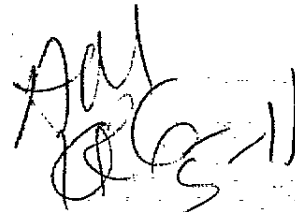
Enclosed please find the Articles of Amendment for the above-referenced corporation. Also enclosed is our check in the amount of \$35.00 for the filing fee. I have enclosed an extra copy which I would request you date stamp and return to our office in the enclosed envelope.

Should you need anything further, please do not hesitate to contact me.

Very truly yours,


Patti K. Babka,
Legal Assistant

Enclosures as Stated





FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 3, 1999

PATTI K. BABKA, LEGAL ASSISTANT
SINGER AND ZANE, P.A.
701 NORTHPOINT PARKWAY, SUITE 330
W. PALM BEACH, FL 33407

SUBJECT: B. TWELVE, INC.
Ref. Number: P99000022237

We have received your document for B. TWELVE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 899A00023666

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93 MAY 10 AM 9:43
DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
FOR B. TWELVE, INC.

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

1. Article 4, Section 4.01 shall be restated in its entirety to state:

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 1,000,000 preferred shares and 25,000,000 common shares all with a par value of \$1.00 per share.

2. There shall be an Article 4, Section 4.03 added and shall state:

4.03 The Shareholders shall have preemptive rights in the stock of the corporation as set forth in the Shareholders' Agreement.

3. Article Seven, Section 7.01 and Section 7.02 shall be restated in their entirety to state:

7.01 Two (2) directors shall constitute the Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Dr. Uri Sagman	13 Old Forest Hill Road Toronto, Ontario M5P 2P6
Jean-Luc Berger	207 Robert Hicks Drive North York, Ontario M2R 3R3

4. Pursuant to Section 607.1006(1)(e) and 607.1006(2), Florida Statutes, the foregoing amendment was made and approved by the Incorporator without Shareholder action. The amendment was adopted on April 27, 1999.

Accordingly I have executed these Articles of Amendment on April 27, 1999


MICHAEL S. SINGER, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 26th day of April, MICHAEL S. SINGER, the incorporator, on behalf of the Corporation and who is personally known to me.


NOTARY PUBLIC

My Commission Expires:

