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BASIC AMENDMENT

CAIN & BULTMAN, INC.

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Amendment
10-21-98
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 20, 1998

CAIN & BULTMAN, INC.
2145 DENNIS STREET
PO BOX 2815
JACKSONVILLE FLA, 32203-2815

SUBJECT: CAIN & BULTMAN, INC.
REF: 110761

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Darlene Connell
Corporate Specialist

FAX Aud. #: H98000019330
Letter Number: 698A00051835

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CAIN & BULTMAN, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The Name of the corporation is Cain & Bultman, Inc. (the "Corporation").
2. Article III of the Articles of Incorporation of Cain & Bultman, Inc. is hereby amended to read as follows:

"ARTICLE III

The authorized capital stock of this Corporation shall be: Three Million and Five Hundred-Thousand shares (3,500,000) of common stock of the par value of 01/100 Dollars (\$0.01) per share.

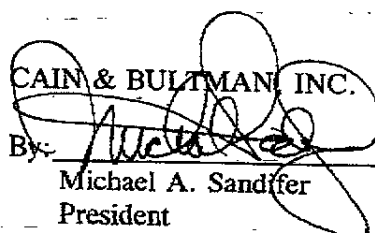
All of said stock shall be fully paid and nonassessable."

3. This Amendment was recommended by the board of directors to the Corporation's shareholders on October 12, 1998.

4. This Amendment was approved pursuant to Florida Statute §607.0704 by the written consent of the holders of a majority of this Corporation's common stock, which is the only class of stock and thus the only class entitled to vote on the Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

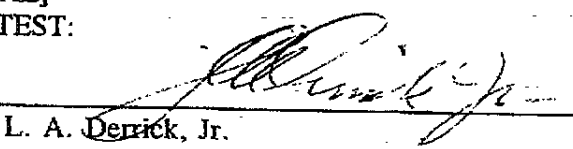
IN WITNESS WHEREOF, Cain & Bultman, Inc. has caused its corporate seal to be hereunto affixed and these Articles of Amendment to be executed by Michael A. Sandifer, its President and attested by L. A. Derrick, Jr., its Secretary this 12th day of October, 1998.

CAIN & BULTMAN, INC.

By: 

Michael A. Sandifer
President

[SEAL]
ATTEST:

By: 

L. A. Derrick, Jr.

Prepared By: James L. Main, Esq.
Holland & Knight LLP
JAXN-79434 One Independent Drive, Suite 2000
Jacksonville, FL 32202
FL Bar No.: 193367
(904) 354-4141

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