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A. ALSTON FISHER, JR. OF COUNSEL July 30, 1999

*****35.00

Via Certified Mail Return Receipt Requested Ms. Susan Payne Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re:

Articles of Amendment to Articles of Incorporation

A. W. Ridgway, Inc.

Florida Document Number 402274

Dear Ms. Payne:

We previously sent Articles of Amendment to Articles of Incorporation for the above referenced corporation to your office on July 26, 1999. We recently received a call from Thelma of your office who indicated that we neglected to include a check in our original correspondence.

Enclosed please find a check in the amount of \$35.00 payable to the "Florida Department of State" to cover the applicable filing fees. Upon receipt of this check, please file the Articles of Amendment that were included with our original correspondence.

We apologize for any inconvenience this may have caused and appreciate your prompt attention to this matter. If you have any questions, please feel free to call.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

By:

WLO/sbf Enclosure

William J. Owens
Amero 8-8

BOND, SCHOENECK & KING, P.A.

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A. ALSTON FISHER, JR. OF COUNSEL July 26, 1999 BOND, SCHOENECK & KING, LLP

ALBANY, NEW YORK

BUFFALO, NEW YORK

OSWEGO, NEW YORK

SARATOGA SPRINGS, NEW YORK

SYRACUSE, NEW YORK

OVERLAND PARK, KANSAS

Via Certified Mail
Return Receipt Requested
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation

A. W. Ridgway, Inc.

Florida Document Number 402274

Dear Madam/Sir:

We represent A. W. Ridgway, Inc., a Florida corporation, whose Articles of Incorporation were filed on June 1, 1972 and assigned document number 402274. Enclosed please find Articles of Amendment to Articles of Incorporation increasing the number of authorized shares of the corporation. Please file the Articles of Amendment.

As soon as the document is filed, please forward a copy of the filed Articles of Amendment and all other documentation confirming and relating to this filing to our office. We have enclosed a copy of the Articles of Amendment for your convenience.

We appreciate your assistance in this matter. If you have any questions, please contact our office.

Very truly yours,

By:

BOND, SCHOENECK & KING, I

William L. Owens

WLO/sbf

cc: Mr. Anthony W. Ridgway (w/ enc.)

FILED

ARTICLES OF AMENDMENT

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TO

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

A. W. RIDGWAY, INC.

The Articles of Incorporation of the undersigned corporation were originally filed on June 1, 1972. Pursuant to the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is A. W. Ridgway, Inc. (the "Corporation").
- 2. "ARTICLE III CAPITAL STOCK" of the Articles of Incorporation of the Corporation is amended and restated in its entirety to read as follows:

"ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of voting common stock, each share having a par value of one dollar (\$1.00) per share."

3. The Articles of Amendment were duly approved and unanimously adopted by the Board of Directors of the Corporation on May 24, 1999. The Board of Directors recommended approval of the Articles of Amendment to the Shareholders.

- 4. The Articles of Amendment were voted upon and duly approved, adopted, and ratified by all of the Shareholders of the Corporation on May 24, 1999. The number of votes cast for the amendment to the Articles of Incorporation by the Shareholders was sufficient for approval.
- 5. In all other respects, the Articles of Incorporation shall remain as they were prior to these Articles of Amendment being adopted.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Amendment to Articles of Incorporation as of July 23, 1999.

A. W. RIDGWAY, INC.

By:

Anthony W. Ridgway

Duly Authorized Director and President

STATE OF <u>FLORIDA</u>)

or county of COLLIER)

On the <u>23rd</u> day of July 1999, before me personally came ANTHONY W. RIDGWAY, to me known, who, being by me duly sworn, did depose and say that he resides in Naples, Florida, that he is the Director and President of Bio-Gold, Inc., the corporation described in and which executed the above instrument, and that he was authorized to sign his name thereto by order of the shareholders and board of directors of said corporation.

Notary Public

My Commission Expires:

