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duPont Publishing Inc.

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	AMENDMENTS
X	Amendment
	Resignation of R.A. Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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	OTHER FILINGS
	Annual Report
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	Name Reservation

	REGISTRATION/QUALIFICATION
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	Reinstatement
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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
duPONT PUBLISHING, INC.

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The undersigned Corporation, in accordance with the Florida Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the Corporation is duPONT PUBLISHING, INC.

2. Article IV of this Corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

"ARTICLE IV
"<u>Capital Stock</u>

"(a) The total number of shares of capital stock authorized to be issued by the Corporation shall be 1,000,000 shares of common stock having a par value of $.01 per share. Each of the said shares of stock shall entitle the holder thereof to one(1) vote at any meeting of the shareholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services actually performed for the Corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

"(b) In the election of directors of this Corporation there shall be no cumulative voting of the stock entitled to vote at such election."

3. Upon the filing of this Amendment each of the eighty eight (88) outstanding shares of stock of the Corporation shall become one hundred (100) shares of the $.01 par value stock and appropriate stock certificates shall be issued to the current shareholders to evidence the increase in shares in proportion to their present holdings.

4. This Amendment has been adopted by a majority of the holders of the only class of stock of the Corporation and by all of the Directors of the Corporation, pursuant to Written Action dated February 24, 1999, which vote is sufficient to approve the adoption of the Amendment.

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the Corporation this 24 day of February, 1999.

duPONT PUBLISHING, INC.

By: ______________________
Steven B. Chapman, President

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