

J61707

LARRY J. GONZALES, P.A.
ATTORNEY AT LAW
LL.M. TAX

RAYMOND JAMES TOWER
2739 U.S. 19 • SUITE 223
HOLIDAY, FL 34691

October 13, 1998

TELEPHONE: 813-937-8805
FACSIMILE: 813-942-1705

Secretary of State
Division of Corporations
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

FILED
98 OCT 15 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Amendment - LUKE BROTHERS, INC.

Dear Sir:

Enclosed is an original and duplicate copy of the Articles of Amendment for the above corporation, together with minutes approving the amendment.

Please endorse your approval of the Amendment on the duplicate copy and return it to the attention of the undersigned.

A check in the amount of \$35.00 is enclosed to cover the cost of same.

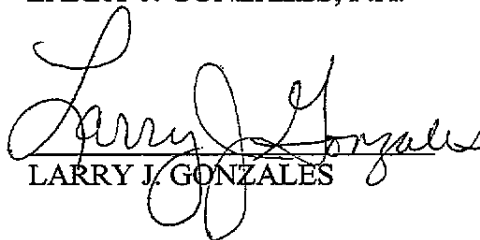
If you find any problems with the enclosed documents, please contact the undersigned by telephone rather than returning the same.

Thank you for your attention to this matter.

800002664808--1
-10/15/98--01079--007
*****35.00 *****35.00

Very truly yours,

LARRY J. GONZALES, P.A.


LARRY J. GONZALES

Enclosure

Amend. VS OCT 20 1998

ARTICLES OF AMENDMENT
OF
LUKE BROTHERS, INC.

FILED
98 OCT 15 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME

The name of the Corporation is: LUKE BROTHERS, INC.

ARTICLE II: AMENDMENT

Article III of this Corporation's Articles of Incorporation is hereby amended (the "Amendment") in its entirety so as to read, after Amendment, as follows:

"ARTICLE III:

CAPITAL STOCK

This Corporation is authorized to issue 7500 shares of \$1.00 par value common stock."

ARTICLE III: ADOPTION

The Amendment has been adopted and approved by consent of all of the Directors and Shareholders of the Corporation pursuant to 607.1002 Florida Statutes.

The Amendment shall become effective upon filing with the Florida Secretary of State. A copy of consent follows these Articles of Amendment.

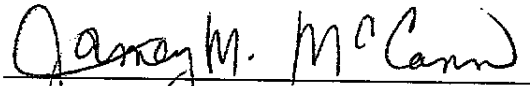
IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Amendment on behalf of the Corporation this 15th day of September, 1998.

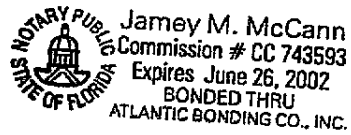
LUKE BROTHERS, INC.

By: 
DAVID J. LUCADANO, President

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 15th day of September, 1998, by DAVID J. LUCADANO , as President, of LUKE BROTHERS, INC., a Florida corporation, on behalf of the Corporation. DAVID J. LUCADANO is personally known to me.


NOTARY PUBLIC - State of FL
My Commission Expires:



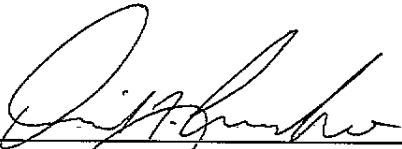
UNANIMOUS CONSENT IN LIEU OF SPECIAL
MEETING OF SHAREHOLDERS AND DIRECTORS OF

LUKE BROTHERS, INC.

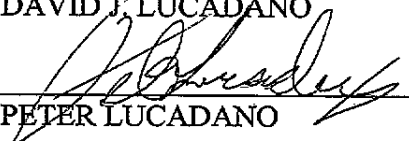
This Consent shall be in lieu of a special meeting of the Shareholders and Directors of LUKE BROTHERS, INC..

The undersigned, being all of the Shareholders and Directors of LUKE BROTHERS, INC., acting without meeting, pursuant to the Florida General Corporation Act and the Bylaws of the Corporation, do hereby consent to changing Article III of the Articles of Incorporation to reflect that the Corporation is authorized to issue 7500 shares of \$1.00 par value common stock shares and approve and adopt the foregoing Articles of Amendment.

DATED: SEPTEMBER 10, 1998



DAVID J. LUCADANO



PETER LUCADANO