

Michael J. Kierzynski

CERTIFIED PUBLIC ACCOUNTANT, P.A.

5143 Commercial Way, Spring Hill, Florida 34606 • (352) 597-2800 • Fax (352) 596-2656

K45673

January 27, 1997

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100002073461--1
-01/30/97--01035--004
*****35.00 *****35.00

Attention: Amendment Section

Re: Seaboard Pencil Company, Inc.
Document K45673

Dear Sir or Madam:

Enclosed please find Amendment to Articles of Incorporation of Seaboard Pencil Company, Inc., along with a check in the amount of \$35.00 for filing fees. Please process accordingly.

If you have any questions regarding the enclosures, please contact the undersigned.

Very truly yours,


Michael J. Kierzynski

MJK/mc
Enclosures
cc: Mr. Gustave Guadagnino

97 JAN 30 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED


K45673
NC
1-30-97

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
SEABOARD PENCIL COMPANY, INC.

The undersigned Corporation hereby certifies the following:

1. The name of the Corporation is Seaboard Pencil Company, Inc.
2. The Corporation was formed on November 7, 1988, upon the filing of Articles of Incorporation in the Office of the Secretary of State, where said Articles were assigned document number K45673.
3. In accordance with Florida Statute 607.181(3), all of the Shareholders and all of the Directors of the Corporation hereby declare it to be their intention that Article I of the Articles of Incorporation of Seaboard Pencil Company, Inc., be and hereby is amended as follows:

ARTICLE I - NAME AND PRINCIPAL OFFICE

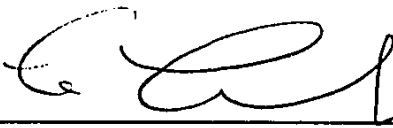
The name of this Corporation shall be Joni Industries, Inc.

The principal place of business and mailing address of the Corporation shall be:

16230 Aviation Loop Drive
Brooksville, Florida 34609

This amendment is adopted by the written agreement of all of the Shareholders and all of the Directors of the Corporation as evidenced by the signatures below and shall become effective upon the filing with the Florida Secretary of State and was adopted January 27, 1997.

SHAREHOLDERS:



GUSTAVE GUADAGNINO

DIRECTORS:



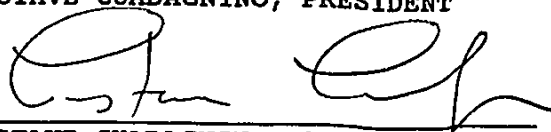
GUSTAVE GUADAGNINO

APPROVED
AND
FILED
9 JAN 30 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned have executed and signed
these Articles of Amendment on behalf of the Corporation this
27th day of January, 1997.

SEABOARD PENCIL COMPANY, INC.

x 
GUSTAVE GUADAGNINO, PRESIDENT

x 
GUSTAVE GUADAGNINO, SECRETARY

STATE OF FLORIDA
COUNTY OF Hernando

BEFORE ME PERSONALLY APPEARED Gustave Guadagnino TO ME
WELL KNOWN AND KNOWN TO ME TO BE THE PERSON DESCRIBED IN AND WHO
EXECUTED THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO AND BEFORE
ME THAT HE/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 27th DAY OF January,
1997.

Marybeth Conway
NOTARY PUBLIC - STATE OF FLORIDA
 MARYBETH CONWAY
MY COMMISSION # 00 678489
EXPIRES: October 24, 2000
Bonded Thru Notary Public Underwriters
PRINT, TYPE OR STAMP NAME OF
NOTARY PUBLIC

PERSONALLY KNOWN ✓ OR
TYPE OF IDENTIFICATION PRODUCED _____