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July 3, 2000

Secretary of State
Corporations Division
The Capitol
P. O. Box 6327
Tallahassee, Florida 32314

000003313790--2
-07/05/00--01105--014
*****35.00 *****35.00

Re: Articles of Amendment to Articles of
Incorporation of Jones Properties of
Jacksonville, Inc.
Check for \$35.00

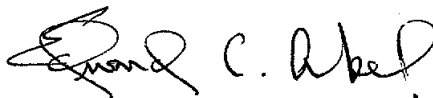
Dear Sir:

We enclose the referenced corporate instrument, in duplicate,
together with our check for your fee for filing and furnishing an
acknowledgement copy to us.

Please advise us, in writing, of the approval and filing of
this instrument and return an acknowledgement copy to the under-
signed. Please advise us if you require anything further.

Thank you for your cooperation and assistance.

Very truly yours,


EDWARD C. AKEL

ECA/gp
Enclosure

cc: Mr. H. Stephen Jones

Gail Poitavint
Authorized to take
word initial out
of art V.

Amend
LIT 7-20-2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL -5 PM 4:50

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
JONES PROPERTIES OF JACKSONVILLE, INC.

00 JUL -5 PM 4:50

The Articles of Incorporation of this corporation are amended
as follows:

1. Article V is amended to change the ~~initial~~ address of the
principal office of this corporation to:

2550 Hickory Bluff Lane
Jacksonville, Florida 32223

2. Article VII is amended to delete it in its entirety and to
insert the following in its place:

"ARTICLE VII

The name and post office address of the members of the first
Board of Directors are:

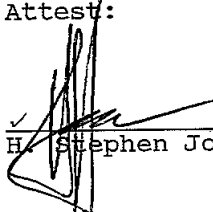
<u>Name</u>	<u>Address</u>
H. Stephen Jones	2550 Hickory Bluff Lane Jacksonville, Florida 32223"

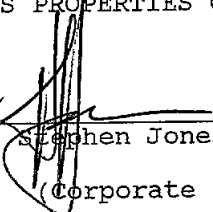
3. The effective date of this amendment shall be May 30, 2000.

4. This amendment was adopted and approved by the directors
and by the unanimous vote of all shareholders entitled to vote of
this corporation at a joint meeting held on the 29 day of June,
2000.

Attest:

JONES PROPERTIES OF JACKSONVILLE,
INC.


H. Stephen Jones, Secretary

By 
H. Stephen Jones, President
(Corporate Seal)