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(561) 241-8996
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September 8, 1997

Secretary of State
Corporation Division
P.O. Box 6327
Tallahassee, FL 32314

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-09/10/97--01037--018
*****35.00 *****35.00

RE: GEORGE B. WITTMER ASSOCIATES, INC.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Amendment to the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of $35.00 to cover filing fees. Please date-stamp the copy and return same to me in the envelope provided for your convenience.

Should you have any questions regarding this matter, please contact me.

Sincerely yours,

J. Daniel Brede / kg

J. DANIEL BREDE

JDB/kjg
Enclosures

FILED
97 SEP 10 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

amend
LFJ
9-17-97

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
GEORGE B. WITTMER ASSOCIATES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.1003 and 607.0704, the Articles of Incorporation of GEORGE B. WITTMER ASSOCIATES, INC. are hereby amended pursuant to a written consent in lieu of a meeting executed by the holders of all the Corporation's common stock and all the Corporation's Directors on the ~~28th~~ 2nd day of ~~August~~ Sept, 1997, as follows:

ITEM 1

1. Corporate Capitalization. ARTICLE V, Section 5.1, is hereby amended to read as follows:

ARTICLE V
CORPORATE CAPITALIZATION

5.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is TEN MILLION (10,000,000) shares of common stock, each share having the par value of ONE CENT ($.01).

*
*
*

These Articles of Amendment to the Articles of Incorporation were adopted by the Shareholders and Directors by consent resolution as of the 28th day of August, 1997.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this ~~28th~~ 2nd day of ~~August,~~ Sept. 1997.

GEORGE B. WITTMER ASSOCIATES, INC.

BY: _______________
GEORGE B. WITTMER, President

ATTEST:

____
GEORGE B. WITTMER,
Secretary

STATE OF FLORIDA)
)ss
COUNTY OF Okaloosa)

The foregoing instrument was sworn to and acknowledged before me this ~~28th~~ 2ND lc day of ~~August~~ September lc, 1997, by GEORGE B. WITTMER, President and Secretary of GEORGE B. WITTMER ASSOCIATES, INC., a Florida corporation, on behalf of the Corporation, who is personally known to me or who produced FLDL# W356-302-48-330-0 as identification, and who did not take an oath.

Lynda C Carmical

Notary Public
My Commission Expires:

OFFICIAL NOTARY SEAL
LYNDA C CARMICAL
COMMISSION NUMBER
CC655193
MY COMMISSION EXPIRES
APR. 23,2001
NOTARY PUBLIC STATE OF FLORIDA

COPY

JOINT CONSENT RESOLUTION TO EFFECT CORPORATE RE-CAPITALIZATION OF GEORGE B. WITTMER ASSOCIATES, INC.

Pursuant to Florida Statutes Section 607.1003 and 607.0704, the Board of Directors and Shareholders of GEORGE B. WITTMER ASSOCIATES, INC. hereby take the following action in lieu of a meeting therefor, and all statutory or by-law requirements pertaining to the time, manner and place of same are hereby waived:

WHEREAS, the Corporation desires to amend the number of authorized shares to TEN MILLION (10,000,000) shares of common stock, each share having the par value of ONE CENT ($.01).

WHEREAS, the Board of Directors recommends to the Shareholders that the above amendment be adopted;

NOW, THEREFORE, let it be,

RESOLVED, that the Articles of Incorporation be amended to reflect that the maximum number of shares authorized for this Corporation is TEN MILLION (10,000,000) shares of common stock, each share having the par value of ONE CENT ($.01).

FURTHER RESOLVED, that the proper Officers of the Corporation be, and they hereby are, authorized and directed to execute all such documents and take all such action as such Officers in their discretion deem necessary or appropriate to carry out the intent and purpose of the foregoing Resolution.

IN WITNESS WHEREOF, the undersigned have executed this Resolution as of this ~~28th~~ 2nd day of ~~August~~ Sept, 1997.

GEORGE B. WITTMER
Sole Director and Sole Shareholder