

**JONES
FOSTER
JOHNSTON
& STUBBS, P.A.**
Attorneys and Counselors

Flagler Center Tower, Suite 1100
505 South Flagler Drive
West Palm Beach, Florida 33401
Telephone (561) 659-3000

Mailing Address
Post Office Box 3475
West Palm Beach, Florida 33402-3475
Facsimile (561) 832-1454

Thornton M. Henry, Esquire
Direct Dial: 561-650-0432
Direct Fax: 561-650-0465
E-Mail: thentry@jones-foster.com

April 24, 2002

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: 3-DMachining, Inc.

200005370512--3
-04/29/02--01098--018
*****43.75 *****43.75

Gentlemen:

Enclosed, for filing, is the original and one copy of the Amendment No. Two to Articles of Incorporation of 3-D Machining, Inc., together with our check in the amount of \$43.75 for the filing fee and the return of a certified copy of the Amendment.

Thank you for your courtesy in this matter.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By _____

Thornton M. Henry

TMH/ssl
Enclosures
N:\TMH\17880-2\tr corporations 001.doc

FILED
02 APR 29 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
T. Lewis 5/1/02

**AMENDMENT NO. TWO
TO
ARTICLES OF INCORPORATION
OF
3-D MACHINING, INC.**

FILED
02 APR 29 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-D MACHINING, INC., a Florida corporation, under its corporate seal and the hands of its President, JAMES E. DAVIS, and Secretary, JOSEPH H. DAVIS, hereby certifies that:

Pursuant to Florida Statutes Sections 607.1003(6) and 607.0704, upon being given notice of the proposed changes, the following resolution was duly and unanimously adopted by all of the holders of the outstanding stock of the corporation, by written instrument dated April 18, 2002, to-wit:

RESOLVED, that, effective on the date of filing with the Department of State of Florida, the Certificate of Incorporation of 3-D MACHINING, INC., which was approved and filed in the office of the Secretary of State at Tallahassee, Florida, on May 16, 1994 (Certificate Date), and the Certificate of Amendment to such Articles of Incorporation, which was approved and filed in the office of the Secretary of State at Tallahassee, Florida on September 19, 1995(Certification Date), be amended by changing ARTICLE III in its entirety to hereafter read as follows:

"ARTICLE III – CAPITAL STOCK

The maximum shares of stock of this corporation shall be 1,000 shares Class A Voting shares, having a par value of \$.10 per share and 9,000 shares of Class B Non-Voting shares, with a par value of \$.10 per share. The Corporation

is hereby authorized to issue share dividends, as provided in FSA 607.0623 in respect of shares of another Class or series of shares."

These Articles of Amendment are approved by all shareholders, to wit: JAMES E. DAVIS, JAMES E. DAVIS, JR., and JOSEPH H. DAVIS.

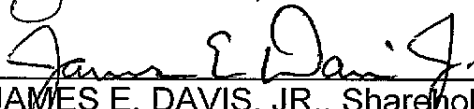
IN WITNESS WHEREOF, the undersigned officers and shareholders of said corporation have set their hands and seals upon the dates indicated.

(CORPORATE SEAL)

By 
JAMES E. DAVIS,
President

By 
JOSEPH H. DAVIS,
Secretary


JAMES E. DAVIS, Shareholder


JAMES E. DAVIS, JR., Shareholder

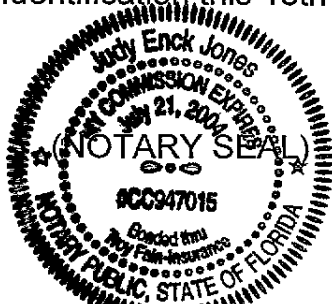

JOSEPH H. DAVIS, Shareholder

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that the foregoing document was acknowledged before me by JAMES E. DAVIS, President, on behalf of said

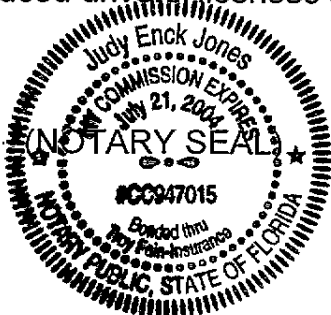
corporation, who are personally known to me or who produced drivers' licenses as identification this 18th day of April, 2002 .



STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that the foregoing document was acknowledged before me by JOSEPH H. DAVIS, Secretary of 3-D MACHINING, INC., on behalf of said corporation, who are personally known to me or who produced drivers' licenses as identification this 18TH day of April, 2002 .



Judy Enck Jones
Notary Public
Print Name: Judy Enck Jones
Commission No.: CC947015
My Commission Expires: 7/21/04

Judy Enck Jones
Notary Public
Print Name: Judy Enck Jones
Commission No.: CC947015
My Commission Expires: 7/21/04