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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: ROBERT N. ALLEN, JR., P.A.
CONTACT: RICK BAJANDAS
PHONE: (305)372-3300

ACCT#: 073324000622

FAX #: (305)379-7018

NAME: WORDS WORTH LEASING, INC.

AUDIT NUMBER.....H97000006322

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 18, 1997

WORDS WORTH LEASING, INC.
601 BRICKELL KEY DR
SUITE 805
MIAMI, FL 33131

SUBJECT: WORDS WORTH LEASING, INC.
REF: P97000031665

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please print the name of the person signing the amendment under their signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6937.

Kelley Shank
Staff Assistant

FAX Aud. #: H97000006322
Letter Number: 597A00019752

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PHONE: (305) 372-3300

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FAX AUDIT NUMBER H97000006322

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
WORDS WORTH LEASING, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, Words Worth Leasing, Inc., a Florida Corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

Amendment

The Corporation's Articles of Incorporation are amended by deleting the existing Article I and inserting the following in its stead:

ARTICLE I

The name of the corporation is *Wordsworth Leasing, Inc.* (the "Corporation").

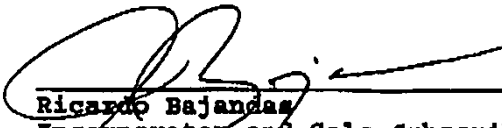
Date of Adoption

The amendment was adopted on the 17th day of April, 1997.

Manner of Adoption

The amendment was adopted by written consent of the Incorporator prior to the issuance of any shares in accordance with Section 607.1006(2) of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Amendment on this 17th day of April, 1997.



Ricardo Bajandas
Incorporator and Sole Subscriber

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Preparer:
Ricardo Bajandas
Allen & Galego **** (fictitious name filed for registered agent) ****
601 Brickell Key Drive, Suite 805
Miami, Florida 33131
Ph. (305) 372-3300
EL BAR NO. 0987750
FAX AUDIT NUMBER H97000006322