



THE UNITED STATES
CORPORATION
COMPANY

P0000005854

ACCOUNT NO. : 072100000032

REFERENCE : 773375 5127346

AUTHORIZATION :

COST LIMIT :

\$ 35.00

ORDER DATE : July 24, 2000

ORDER TIME : 11:22 AM

ORDER NO. : 773375-005

CUSTOMER NO: 5127346

CUSTOMER: Rita M. Burdo, Legal Asst
Rosen & Reade, LLP
Suite 1102
777 South Flagler Drive
West Palm Beach, FL 33401

name
change
amend

400003333074--3

DOMESTIC AMENDMENT FILING

NAME: 1000 KINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

AR
7/24/00

FILED
00 JUL 24 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 JUL 24 PM 12:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
1000 KINGS, INC.,
a Florida corporation**

FILED
JUL 24 PM 4:08
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, the corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of this corporation is 1000 KINGS, INC. (the "Corporation").

SECOND: Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

Article I - Name

The name of this corporation shall be SEVEN KINGS HOLDINGS, INC.

THIRD: Article VII of the Articles of Incorporation of the Corporation is hereby added to read as follows:

AThe Shareholders of the Corporation shall have the preemptive right to subscribe for and purchase their proportionate share of additional stock of the Corporation upon its original issuance and sale for cash by the Corporation; provided, however, that such preemptive right shall be exercisable only upon such terms and conditions as are prescribed by the Corporation=s Board of Directors. This Article VII is intended to provide the Shareholders with preemptive rights consistent with section 607.0630, Florida Statutes.@

FOURTH: This Amendment was approved and adopted by all of the Shareholders of the Corporation on July 19, 2000.

The undersigned, the President of the Corporation, has executed these Articles of Amendment on July 19, 2000.


JOHN C. SOLOMON, II, President