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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
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FILED
OCT 15 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
*BOARD CERTIFIED IN TAXATION

MIKE KRASNY
DALE A. DETTMER*
SCOTT KRASNY

October 12, 1998

Secretary of State
Corporations Division
Post Office Box 6327
Tallahassee, FL 32301

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*****35.00 *****35.00

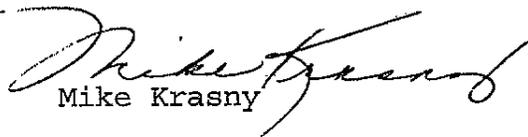
Gentlemen:

Re: Gleason Brothers &
Company

We enclose executed Amendment to Articles of Incorporation for
filing, together with check in the amount of \$35.00 filing fee.

Thank you.

Very truly yours,


Mike Krasny

MK/js
Enc.

AM
10-20

Rec 8/28/98 JMA
FILED
98 OCT 15 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
OF
GLEASON BROTHERS AND COMPANY

Pursuant to the provisions of Section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

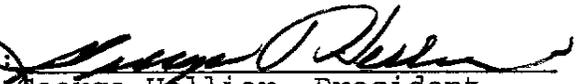
1. Article 5 is hereby restated as follows:

"The business of the corporation shall be conducted by a Board of Directors of not less than three or more than five members. Election of the Board of Directors shall be made by the stockholders at any annual meeting. The Board of Directors shall elect a President, Vice President, Secretary and Treasurer. The offices of Secretary and treasurer may be held by the same person. The annual meeting of the stockholders shall be held as fixed by the by-laws. Nothing contained in this Article shall require that officers or directors be stockholders of the corporation."

2. The foregoing Amendment was adopted by the unanimous consent of all of the Shareholders of the Corporation on the 6th day of October, 1998, in the manner prescribed by the Florida General Corporation Act.

Dated this 6th day of October, 1998.

GLEASON BROTHERS AND COMPANY

BY: 
George Hellier, President

Attest:

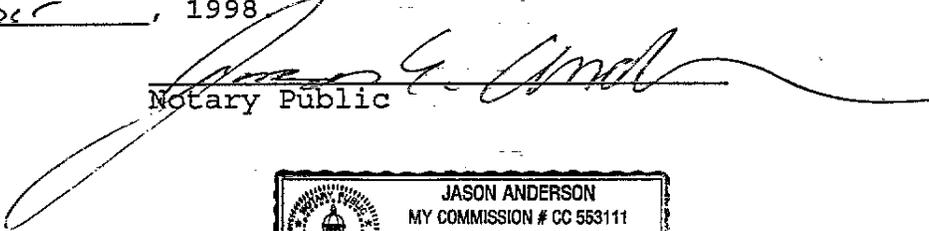
Dr. Mary Nell Gleason Travis
Secretary

THIS INSTRUMENT PREPARED BY:
MIKE KRASNY
304 S. Harbor City Blvd.
Suite 201
Melbourne, FL 32901
(407) 723-5646
Bar No. 044335

STATE OF FLORIDA
COUNTY OF BREVARD

On this day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments, George Hellier, President and Dr. Mary Nell Gleason Travis, Secretary of Gleason Brothers and Company, a Florida corporation, and both of whom are personally known to me, acknowledged that they executed the foregoing Certificate of Amendment as such officers for and on behalf of said Corporation after having been duly authorized so to do.

WITNESS my hand and official seal at Melbourne, Florida, this 6th day of October, 1998


Notary Public

My Commission Expires:

