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February 9, 1999

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Florida Department of State
Division of Corporations
Attention: Amendment Section
P. O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation
of Williams Company of Orlando, Inc.

Gentlemen:

Enclosed are an original and one copy of the Articles of Amendment to the Articles of Incorporation of Williams Company of Orlando, Inc., together with a check for \$43.75 to cover the \$35.00 filing fee and \$8.75 certified copy fee. After the Articles of Amendment have been filed, please return the certified copy to this office.

Sincerely,

Mary F. Fendle

Mary F. Fendle, Legal Assistant

:mff

Enclosures (3)

cc: Bruce E. Williams
Albert D. Capouano, Esq.

*Amad
2-11-99
JTS*

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF WILLIAMS COMPANY OF ORLANDO, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Article I - Name

The name of the corporation is Williams Company of Orlando, Inc. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the Directors of the Corporation approved a resolution amending Article VII of the Articles of Incorporation by written consent dated the 29th day of January, 1999, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and all of the shareholders of the Corporation approved the resolution amending Article VII of the Articles of Incorporation by written consent dated the 29th day of January, 1999, in accordance with the provisions of Section 607.0704 of the Florida Statutes, and the number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval of said amendment. The following is a true and correct copy of the resolution amending Article VII of the Articles of Incorporation:

RESOLVED, that Article VII of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE VII.


The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1)."

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 29th day of January, 1999.

WILLIAMS COMPANY OF ORLANDO, INC.

By: 
Bruce E. Williams, President

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