236062

THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 084756 9960A

AUTHORIZATION :

COST LIMIT : $ PPD

ORDER DATE : December 31, 1998

ORDER TIME : 9:17 AM

ORDER NO. : 084756-005

CUSTOMER NO: 9960A

200002727432--1
-12/31/98--01021--025
*****43.75 *****43.75

CUSTOMER:

Peek, Cobb, Edwards & Ashton
Suite 1609
1301 Riverplace Boulevard
Jacksonville, FL 32207

FILED
98 DEC 31 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: TEUTON, INC.

EFFICTIVE DATE: Amend 12-31-98 OWS

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

RECEIVED
98 DEC 31 AM 9:55

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS: ____

FILED

98 DEC 31 PM 12: 37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
TEUTON, INC.

The following provisions of the Articles of Incorporation of TEUTON, INC., a Florida corporation (hereinafter called "Corporation"), are amended in the following particulars:

1. The name of this Corporation is TEUTON, INC.

2. An Amendment to Article III of the Articles of Incorporation has been adopted pursuant to Florida Statute §607.1003 (1997). As amended, Article III now reads:

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,000,000 shares of non-voting common stock having a par value of $.01 per share, and 3,000,000 shares of voting common stock having a par value of $.01 per share

3. The above amendment to Articles of Incorporation shall be effective as of the filing date with the Secretary of State.

4. The foregoing amendment to Articles of Incorporation of TEUTON, INC. was adopted by the Corporation by virtue of unanimous Shareholder and Director consent, pursuant to Florida Statutes §§ 607.0704 and 607.0821 (1997), on December 29, 1998.

IN WITNESS WHEREOF, the undersigned President and Secretary of TEUTON, INC. have executed this Amendment to Articles of Incorporation of TEUTON, INC. this 30th day of December, 1998.

Terrell Ward Teuton

Terrell Ward Teuton, President

Ethel H. Teuton

Ethel H. Teuton, Secretary

STATE OF FLORIDA
COUNTY OF MARION

The foregoing was acknowledged before me this 30th day of December, 1998, by TERRELL WARD TEUTON and ETHEL H. TEUTON, President and Secretary, respectively, of TEUTON, INC., who is either personally known to me or produced the identification described below and who did not take an oath.

Kathryn D Truax

Print: Kathryn D. Truax
Notary Public, State and County Aforesaid

Commission No. CC 74497

My Commission Expires: 5-22-2002

Kathryn D Truax
My Commission CC74497
Expires May 25, 2002

FL Dr. Lic T350-819-48-081-0
Type of Identification
FL Dr. Lic T350-213-15-512

662101/94847

CONSENT TO CORPORATE ACTION

The undersigned, constituting all of the shareholders and directors of TEUTON, INC., a Florida corporation ("Corporation"), hereby consent to the following corporate action without a meeting, pursuant to Florida Statute §607.0704 and §607.0821:

> RESOLVED, that this Corporation, by and through its duly authorized officers, shall cause to be executed and filed with the Secretary of State the Articles of Amendment to the Articles of Incorporation, a copy of which is attached hereto as Exhibit A and by this reference incorporated herein; and
>
> FURTHER RESOLVED, that TERRELL WARD TEUTON is nominated and appointed as President of the Corporation until his successor is nominated and duly elected.

Dated: December 29, 1998

Judith Teuton Pauley
Judith Teuton Pauley

Terrell Ward Teuton
Terrell Ward Teuton

Betty T. Fish
Betty T. Fish

Ethel H. Teuton
Ethel H. Teuton, Individually and as Trustee

622101/94851