

236062



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

CUSTOMER:

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

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

DOMESTIC AMENDMENT FILING

NAME: TEUTON, INC.

EFFECTIVE DATE:

*Amend
12-31-98
DWS*

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

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:

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

RECEIVED
98 DEC 31 AM 9:55

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

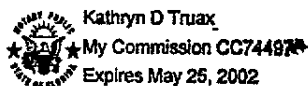
STATE OF FLORIDA
COUNTY OF MARION

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



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

662101/94847

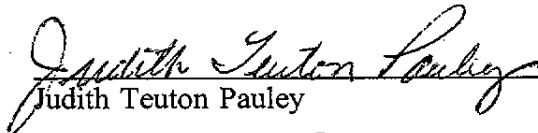
CONSENT TO CORPORATE ACTION

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:

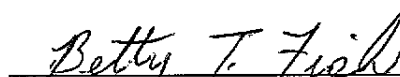
RESOLVED, that this Corporation, by and through its duly authorized officers, shall cause to be executed and filed with the Secretary of State the Articles of Amendment to the Articles of Incorporation, a copy of which is attached hereto as Exhibit A and by this reference incorporated herein; and

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


Terrell Ward Teuton


Betty T. Fish


Ethel H. Teuton, Individually and
as Trustee