

Arno Financial Services, Inc.

Investments* • Insurance • Tax • Accounting

115 Hickory Street • Suite 202 • West Melbourne, Florida 32904

(321) 951-2888 • Fax (321) 768-7589

Andrew P. Arno

Enrolled to Represent Taxpayers before the IRS

Accredited Tax Advisor

Member of Florida Society of Accounting & Tax Professionals

Member of National Society of Accountants

Tamara L. Cheek

Enrolled to Represent Taxpayers before the IRS

Member of Florida Society of Accounting & Tax Professionals

Member of the QuickBooks Professional Advisors Program

294053

May 30, 2002

Department of State
Tallahassee, FL 32304

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-06/03/02--01050--001
*****43.75 *****43.75

Dear Sir or Madam:

I am sorry for the incomplete articles of amendment for Schacht Enterprises, Inc. I have enclosed the corrected articles of amendment and the \$35.00 fee for processing and the \$8.75 for a certified copy of the changes. If you need any additional information or have any questions, please feel free to call me at (321) 951-2888. If you need to reach Marilyn Schacht, President, she can be reached at (321) 768-6916.

Sincerely,

Tamara L. Cheek, E.A.

Tamara L. Cheek, E.A.
Enrolled Agent

FILED
02 JUN -3 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

294053
Amend 29801
Out 6/3/02

H.D. VEST
FINANCIAL SERVICES

*Andrew P. Arno, Registered Representative

Securities offered through H.D. Vest Investment Securities, Inc. Member: SIPC

Advisory Services offered through H.D. Vest Advisory Services, Inc.

6333 North State Hwy 161, Fourth Floor • Irving, TX 75038 • (972) 870-6000

ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
SCHACHT ENTERPRISES, INC.

May 30, 2002

To: Department of State
Tallahassee, FL 32304

FILED
02 JUN -3 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FL 32304

Pursuant to the provisions of Section 607.1006 in the Florida Statutes, the undersigned corporation adopts the articles of amendment to its articles of incorporation to replace article 4.

1. Marilyn Schacht will remain on the Board of Directors and a Corporate Officer. She will assume the position of President and Treasurer. Her address is 468 Prestwick Ct, Melbourne, FL 32940.
2. Joseph Schacht will be added to the Board of Directors and will assume the position of Vice-President and Secretary. His address is 923-A S Colonial Ct, Indian Harbour Beach, FL 32937.

These amendments were approved by the shareholders. The vote was sufficient for approval.

The undersigned, on behalf of the Board of Directors, consent to the above changes to the Articles of Incorporation for this corporation.

adopted this 1st day of may, 2002.

Marilyn Schacht
Marilyn Schacht, President