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December 6, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-12/09/96--01050--003
*****35.00 *****35.00

Amend

Re: Amendment to Articles of Incorporation
of Brand Label, Inc.

Dear Sirs:

Enclosed are original and one copy of Amendment to
Articles of Incorporation of Brand Label, Inc. Please file the
original and return a stamped copy to me. Our check for \$35.00 is
enclosed to cover the fees.

Thank you very much for your cooperation.

Sincerely yours,

Kathy Cold
KATHLEEN HOLBROOK COLD

KHC/lh
Enclosure
cc: Mr. Robert G. Metzger

Date	12/17/96
Approved	ASL
Exempt	ASL
License	ASL
Up	ASL
Verify	ASL
Acknowledgment	ASL
W.P. Verifier	ASL

FILED
96 DEC -9 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
BRAND LABEL, INC.

96 DEC -9 AM 10:35
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The Articles of Incorporation of Brand Label, Inc. are hereby amended so that Article III shall hereafter read as follows:

"ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue 200 shares of \$1.50 par value common stock, which shall be designated 'Common Shares.' Common Shares shall be issued pursuant to the direction of the Board of Directors, who shall designate such shares as either 'voting' (in which case, such shares shall have the full range of voting rights under applicable law) or 'nonvoting' (in which case, such shares shall have no voting rights, for any purpose) at the time of issuance. 'Voting' and 'nonvoting' Common Shares shall be identical in all respects except for the foregoing difference in voting rights. The legend 'voting' or 'nonvoting,' as applicable, shall be prominently affixed to the face of all stock certificates issued to holders of Common Shares. All Common Shares issued prior to July, 1992, shall be, and hereby are, deemed to be 'voting' shares. The shareholders of the corporation shall have no preemptive right to acquire unissued shares of the corporation or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares."

All Common Shares issued prior to the effective date of this Amendment shall be converted to new common shares with the same designation of "voting" or "nonvoting" as such stock had prior to the effective date of this Amendment. Each surrender of one (1) share of Common Stock shall be issued ten (10) new shares of Common Stock.

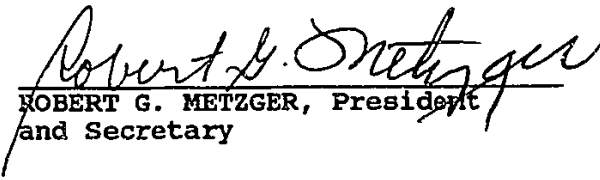
SECOND: The voting group entitled to vote on the foregoing Amendment is the holders of the voting Common Shares of the Corporation. The number of votes cast in favor of the

Amendment were 17 of the 17 common Shares eligible to vote. The number of votes cast for such Amendment by such voting group was sufficient for approval by such voting. This is the only voting group entitled to vote on the Amendment.

THIRD: The foregoing Amendment shall be effective upon the filing of these Articles of Amendment with the Secretary of State of the State of Florida, and immediately upon such effective date all Common Shares then outstanding shall be cancelled and exchanged as provided herein.

This Amendment was adopted by the Shareholders on November 22, 1996.

IN WITNESS WHEREOF, these Articles of Amendment have been executed on behalf of the corporation this 22nd day of November, 1996.


ROBERT G. METZGER, President
and Secretary