372357

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

m D. Distributing Inc.

200002386272--3 -12/30/97--01065--039 *****87.50 *****87.50

/	2-30	97
Signature		
Requested by:	12.30	120
Name	Date	Time
Walk-In	Will Pick Up	

	Art of Inc. File
	LTD Partnership File
	Foreign Corp. File 9
	L.C. File
	Fictitious Name File 3
	Name Reservation
	Merger File 3
_ <u>i</u>	Art. of Amend. File S
	RA Resignation
	Dissolution / Withdrawal
	Annual Report / Reinstatement
<u></u>	Cert. Copy
	Photo Copy
	Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
	Fictitious Search
	Fictitious Owner Search
	Vehicle Search 2
	Driving Record
	UCC 1 or 3 File
	UCC 11 Search
	UCC 11 Retrieval
.	Courier



AMENDMENT TO

ARTICLES OF INCORPORATION OF M D DISTRIBUTING INC.

Pursuant to the provisions of Section 607.1006, Florida Statute, this corporation adopts the following Articles of Amendment to its Articles of Incorporation. The undersigned, being the President of M D DISTRIBUTING INC., a corporation organized and existing under the laws of the State of Florida, do certify as follows:

FIRST: The Board of Directors of M D DISTRIBUTING INC., at a meeting duly called and held, approved by unanimous vote (without shareholder action and shareholder action was not required), and by resolution duly adopted by the Board of Directors, the following proposed amendment:

That Article III of the Articles of Incorporation be amended in its entirety to read as follows:

"ARTICLE III. CAPITAL STOCK

The total number of shares that the corporation is authorized to issue is 6,000 shares of common stock at \$1.00 par value, which shall be all of the same class. Such stock may be issued from time to time without action by the stockholders, for such consideration

as may be fixed from time to time by the board of directors, and shares so issued, the full consideration for which has been paid or delivered shall be deemed full paid stock and the holder of such shares shall not be liable for any further payment."

SECOND: That the officers of the corporation be and they are hereby authorized to file this Amendment to the Articles of Incorporation with the Florida Secretary of State.

THIRD: The aforesaid amendment to the Certificate of Incorporation of the corporation shall be effective as of the date of filing of this Certificate of Amendment with the office of the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned, GEORGE O. MEDINA, has executed this certificate as President of the corporation and has caused the seal of the corporation to be affixed thereto.

y: GEORGE O. MEDINA, President

STATE OF FLORIDA)

ss:

COUNTY OF DADE)

BE IT REMEMBERED, that on this ______ day of December, 1997, personally came before me, a notary public in and for the county and state aforesaid duly commissioned and sworn to take acknowledgements or proofs of deeds, GEORGE O. MEDINA, President of

M D DISTRIBUTING INC., a corporation of the State of Florida, the corporation described in the foregoing Certificate, known to me personally to be such, and he as such President, duly executed said Certificate to be his act and deed and made on behalf of said corporation; that the signature of the said President of said corporation to said foregoing Certificate is in the handwriting of the said President of said corporation, and that the seal affixed to said Certificate is the common or corporate seal of said corporation and that his act of sealing, executing, acknowledging, and delivering the said Certificate was duly authorized by the stockholders of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year aforesaid.

Vara Haley Williams

Notary Public, State of Florida

My Commission Expires: