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LEESBURG, FLORIDA 34748

March 12, 1999

Secretary of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32301

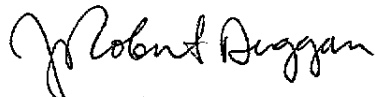
Re: **Pemi, Inc.**

Dear Sir:

Please find enclosed Articles of Amendment along with my check in the amount of \$35.00 to cover the filing fee.

Thank you for your attention to this matter.

Very Truly Yours,



J. Robert Duggan
Attorney At Law

JRD/kl

Enclosure

NE
3-22-99
DAS

FILED
99 MAR 18 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-03/18/99-01040-016
*****35.00 *****35.00

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

FILED
99 MAR 18 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted: ARTICLE I: NAME is hereby amended to read as follows:

The name of the corporation is PEMI, CORP.

SECOND: The amendment does not provide for an exchange, reclassification or cancellation of issued shares.

THIRD: The date of the amendment's adoption was the 11th day of March, 1999.

FOURTH: The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 11th day of March, 1999.


J. STEWART PAQUETTE
President