

**Berger
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Professional Association

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October 15, 1998

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

**Re: Port Distributors, Inc.
Our File No. 4330.001**

400002667104--6
-10/19/98-01096-016
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed for filing are the original and one copy of Articles of Amendment for the above-referenced corporation. Also enclosed is a check in the amount of \$35 for the filing fee. Please return a "filed" copy of the Articles of Amendment to the undersigned.

Please call if you have any questions.

Sincerely,

BERGER DAVIS & SINGERMAN

Robin L. Goldston

Robin L. Goldston
Paralegal

Enc.

cc: Mr. Julius M. Farinhas, Sr.
Aaron Weinberg, C.P.A.
Nick Jovanovich, Esq.

AM
KBE
10/22

**ARTICLES OF AMENDMENT
OF
PORT DISTRIBUTORS, INC.**

FILED
98 OCT 19 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is Port Distributors, Inc.
2. Article VII of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

“ARTICLE VII.

The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation.”

3. The foregoing amendments were adopted by all of the Directors and Shareholders of the Corporation eligible to vote by a Written Consent signed by them on October 8, 1998, manifesting their intention that these amendments to the Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes.

4. There is only one voting group entitled to vote on the foregoing amendment. The number of votes cast for said amendment by said voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the undersigned, as President of the Corporation, has executed these Articles of Amendment this 8th day of October, 1998.


JULIUS M. FARINHAS, SR.
President