



RSR MANAGEMENT
CORPORATION
P.O. Box 4300
4405 Metric Drive
Winter Park, FL 32793

599375

August 25, 1999

Secretary Of State
PL-02, The Capitol
Tallahassee, FL 32399-2500

FILED
99 AUG 27 AM 9:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re amendment of Articles of Incorporation

Dear Sir or Madam:

200002971902--G
-08/27/99--01004--010
*****35.00 *****35.00

Enclosed are duplicate original amendments to the Articles of Incorporation of RSR Wholesales South Inc., together with a check in payment of the filing fees in the sum of \$35.00.

Thank you for your prompt attention to this matter.

Sincerely,

Michael R. Saporito

NC
9-8-99
WTS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
RSR WHOLESALE SOUTH, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: Article One is amended to read as follows:

The name of the corporation is RSR Group Florida, Inc.

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

THIRD: The date the amendment was adopted was August 12, 1999.

FOURTH: The amendment was adopted by unanimous vote of the Board of Directors and action taken by unanimous written consent of shareholders without the necessity of a meeting.

Signed this 25th day of August 1999.

Signature


Michael R. Saporito, Secretary/Director