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June 12, 1997

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines
Tallahassee, Florida 32399

EXPEDITED SERVICES REQUESTED

Re: Willow Bend, Inc.

000002211730--3
-06/13/97--01077--001
*****35.00 *****35.00

Dear Sir or Madam:

I am enclosing the following documents needed to change the above corporation's name to FCI of Florida, Inc.:

1. An original and one copy of Articles of Amendment for Willow Bend, Inc.; and
2. Our firm's check in the amount of \$35.00 made payable to the Secretary of State for filing fees.

Please send me confirmation of the filing in the return Federal Express envelope provided at your earliest convenience. If you have any questions, please call me collect at (404) 264-2684. Thank you for your assistance.

Sincerely,



Maria T. Hauser
Corporate Paralegal

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 13 PM 12:17

Enclosures

cc: William S. Rogers, Esq.
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**ARTICLES OF AMENDMENT
OF
WILLOW BEND, INC.**

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts these Articles of Amendment.

FIRST: The name of the Corporation is Willow Bend, Inc.

SECOND: The Articles of Incorporation of this Corporation are amended by changing the Article numbered "First" so that, as amended, said Article shall read as follows:

"The corporate name that satisfies the requirements of Section 607.0401 is FCI of Florida, Inc."

THIRD: Prior to the issuance of shares, the amendment was adopted by the Board of Directors and shareholder action was not required.

FOURTH: The amendment to the Articles of Incorporation of the Corporation set forth above was adopted by the Board of Directors on the 12th day of June, 1997.

Signed this 12th day of June, 1997

WILLOW BEND, INC.

By: _____


Ed de Guardiola
Vice President