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APRIL 30, 2001

DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

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RE: ARTICLES OF AMENDMENT

DEAR DIVISION,

ENCLOSED, PLEASE FIND THE ABOVE REFERENCED FOR THE CORPORATION PRESENTLY KNOWN AS WINSTON AND WINSTON, INC.

SHOULD YOU REQUIRE FURTHER INFORMATION, PLEASE CONTACT LINDA WINSTON BROWN AT (352)489-9087. HER ADDRESS IS AS FOLLOWS:

9150 S.W. 197TH CIRCLE DUNNELLON, FL 34432

THANK YOU IN ADVANCE FOR YOUR ASSISTANCE.

RESPECTFULLY SUBMITTED,

MARGO M. JENNESS

FOR THE FIRM

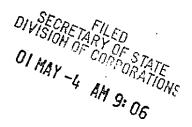
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ENCLOSURE(S)

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



WINSTON AND WINSTON, INC.	<u></u>
 (present name)	

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(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I, SECTION 1, NAME & LOCATION:

THE NAME WILL BE CHANGED TO THE FOLLOWING:

BROWN AND WINSTON, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

= THIRD	: T	ne date of each amendment's adoption: APRIL 30, 2001
FOURT	H:	Adoption of Amendment(s) (CHECK ONE)
	図	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
		The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
		"The number of votes cast for the amendment(s) was/were sufficient for approval by
y		The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
		The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
		Signed this 30th day of APRIL , 2001.
Signa	aturę	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
		OR
		(By a director if adopted by the directors)
		OR
		(By an incorporator if adopted by the incorporators)
		LINDA B. WINSTON BROWN
		Typed or printed name
_		PRESIDENT
=		Title