

Division of Corporations

Page 1 of 1

F 43453

Florida Department of State
Division of Corporations
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Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
Account Number : 072720000036
Phone : (407) 843-4600
Fax Number : (407) 843-4444

PLEASE FILE THE ATTACHED ARTICLES OF AMENDMENT WITH YOUR OFFICE WITH AN EFFECTIVE DATE AS OF TODAY, FEBRUARY 5, 1999

BASIC AMENDMENT

B.R. CHAMBERLAIN & SONS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

Amendment

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DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
B. R. CHAMBERLAIN & SONS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Statutes, B. R. CHAMBERLAIN & SONS, INC. adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is B. R. CHAMBERLAIN & SONS, INC.
2. The original Articles of Incorporation for the corporation were filed on September 4, 1981, and assigned Charter No. F43453.
3. An Amendment to the Articles of Incorporation was filed with the Florida Secretary of State on July 25, 1986.
4. By written consent executed on February 4, 1999 by the sole Shareholder and sole Director of the corporation, respectively, the sole Shareholder and sole Director have approved, authorized and directed that the Articles of Incorporation be amended to increase the number of authorized shares of common stock of the corporation from TWO MILLION (2,000,000) shares of ONE CENT (\$0.01) par value common stock to TEN MILLION (10,000,000) shares of ONE CENT (\$0.01) par value common stock. The amendment was approved by the sole Shareholder and the number of votes cast for approval was sufficient.

5. Article IV of the Articles of Incorporation is hereby amended to read as follows:

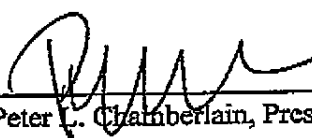
ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue TEN MILLION (10,000,000) shares of ONE CENT (\$0.01) par value common stock.

IN WITNESS WHEREOF, the President of the corporation has executed these Articles of Amendment this 4 day of February, 1999, on behalf of the corporation.

B. R. CHAMBERLAIN & SONS, INC.,
a Florida corporation

This document was prepared by:
Loran A. Johnson, Esquire
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By: 
Peter L. Chamberlain, President