

JAMES N. BUSH
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F52027

June 23, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, Florida, 32314

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-06/26/00--01119--010
*****43.75 *****43.75

Re: BROWN JUG, INC.

Dear Sirs:


Enclosed are the original and one copy of the Articles of Amendment to Articles of Incorporation for the above-named Florida corporation. Also find enclosed a check in the amount of \$43.75 representing the following:

Filing fees:	\$35.00
Certified Copy fee	8.75

Please file the enclosed and return a certified copy to me.

Thank you for your courtesies in this matter.

Sincerely,


James N. Bush

JNB/hb
enclosures:

FILED
00 JUN 26 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
Spayre
7/6/00

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BROWN JUG, INC.

FILED

00 JUN 26 AM 10:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Amendment adopted: Article II is amended in the following way:

ARTICLE II-Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The names and street addresses of the directors are:

Name

Address

GRACY GEORGE

5340 Queen Lakes Terrace
Davie, FL 33331

SECOND: This amendment was adopted on June 23, 2000.

THIRD: Adoption of Amendment.

XX The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 23RD day of June, 2000.

Signature

GRACY GEORGE

President

Title