



THE UNITED STATES
CORPORATION
COMPANY

F94000005991

ACCOUNT NO. : 072100000032

REFERENCE : 922041 4332894

AUTHORIZATION

Patricia Pizut

COST LIMIT : \$ 87.50

ORDER DATE : August 10, 1998

ORDER TIME : 12:35 PM

ORDER NO. : 922041-005

CUSTOMER NO: 4332894

CUSTOMER: Tom P. Clark, Esq
Henderson Franklin Starnes &
1715 Monroe Street

Fort Myers, FL 33901

FILE
1ST

FOREIGN FILINGS

NAME: BUSH ENTERTAINMENT, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

RECEIVED
98 AUG 10 PM 1:13
DIVISION OF CORPORATION

FILED
98 AUG 10 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C Amend

See 8/10

98 AUG 10 PM 3:50
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Title

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BUSH ENTERTAINMENT, INC.", CHANGING ITS NAME FROM "BUSH ENTERTAINMENT, INC." TO "BE OF DELAWARE, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF JULY, A.D. 1998, AT 9 O'CLOCK A.M.




Edward J. Freel, Secretary of State

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AUTHENTICATION: 9217090

DATE: 07-24-98

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION
OF
BUSH ENTERTAINMENT, INC.

The undersigned hereby certifies that:

1. The name of the corporation (hereinafter called the "corporation") is Bush Entertainment, Inc.

2. The certificate of incorporation of the corporation is hereby amended by striking out paragraph 1 thereof and by substituting in lieu thereof the following new paragraph:

"1. The name of the corporation is:

BE OF DELAWARE, INC.

3. The amendment to the certificate of incorporation of the corporation herein certified was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has caused this certificate to be executed as of the 25th day of June, 1998.

Bush Entertainment, Inc., a Delaware corporation

By: Paul S. Bush
Paul S. Bush, President

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/01/1998
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