



F95000000427

February 20, 1998

FILED
98 MAR -2 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Corporate Amendment (Name Change)

100002443711--2
-03/02/98--01037--001
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find our Application By Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida.

If you should have any questions, please reply by mail to our corporate office in Sulphur, Louisiana or 318-625-8353.

Sincerely,

3001, INC.

A handwritten signature in cursive script that reads 'Tammy Broussard'.

Tammy Broussard
Corporate Secretary

:tb

Enclosure

N/C

VS MAR 5 -1998

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

98 MAR -2 AM 8:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Vernon F. Meyer and Associates, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Louisiana
Incorporated under laws of
3. January 26, 1995
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 9, 1997
5. 3001, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- N/A
New Jurisdiction

Tammy Broussard
Signature

February 20, 1998
Date

Tammy Broussard
Typed or printed name

Corporate Secretary
Title

UNITED STATES OF AMERICA
State of Louisiana

Jox McKeithen
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
the annexed and following is a True and Correct copy of an
Amendment as shown by comparison with document filed and
recorded in this Office on July 9, 1997.

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

January 5, 1998

Jox McKeithen

CGR

Secretary of State



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
VERNON F. MEYER AND ASSOCIATES, INC.

Each of the undersigned President and Secretary, respectively, of Vernon F. Meyer and Associates, Inc. (the "Corporation") and by unanimous consent of shareholders of the Corporation on the 8th day of July, 1997 the Articles of Incorporation were amended by said resolution as follows:

1.

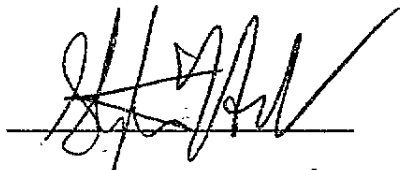
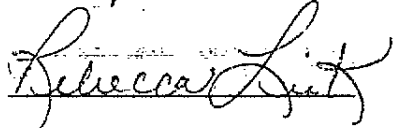
Article I of the Articles of Incorporation of the Corporation is deleted and the following article is substituted in place thereof:

ARTICLE I

"The name and title of this corporation shall be 3001, Inc."

Dated the 8th day of July, 1997.

WITNESSES:

VERNON F. MEYER AND ASSOCIATES,
INC.

BY: 
Rodger D. Phelps, President

BY: 
Tammy Broussard, Secretary

ACKNOWLEDGMENT

STATE OF LOUISIANA

PARISH OF CALCASIEU

BE IT KNOWN, that on this 8th day of July, 1997, before me, the undersigned authority, duly commissioned, qualified, sworn within and for the State and Parish aforesaid, and the undersigned competent witnesses, personally came and appeared Tammy Broussard, to me known to be one of the persons who executed of the above and foregoing Articles of Amendment to Articles of Incorporation of Vernon F. Meyer and Associates, Inc., as Secretary of the corporation and who declared and acknowledged to me, Notary, in the presence of the undersigned and competent witnesses, the above and foregoing Articles of Amendment to Articles of Incorporation of Vernon F. Meyer and Associates, Inc. were executed by Rodger D. Phelps, President and Tammy Broussard, Secretary, each of his own free will, as his own act and deed, on behalf of said corporation, for the uses, purposes, and benefits therein expressed.

WITNESSES:

Rebecca L. K.

Stephanie Hall

Tammy Broussard
Tammy Broussard, Secretary

Gloria D. Pertuit
NOTARY PUBLIC