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October 23, 1998

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

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-10/26/98--01090--008
*****43.75 *****43.75

RE: McKEEHAN, INC.

DEAR SIR:

Enclosed herewith for filing please find Articles of Amendment to Articles of Incorporation of McKEEHAN, INC. Also enclosed please find my check in the sum of \$43.75 for your filing fee and a certified copy of the Articles. Please return a certified copy of the Articles via the enclosed self-addressed stamped envelope.

Thank you for your assistance in this matter.

Sincerely,

Teresa A. Nightingale
Teresa A. Nightingale

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT 26 PM 12:52

FILED

TAN/jbw
encl.

Amend MC

TLL

OCT 29 1998

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
McKEEHAN, INC.**

FILED
98 OCT 26 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Department of State
Tallahassee, Florida 32314

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment of McKEEHAN, INC. to its Articles of Incorporation.

1. ARTICLE ONE of the Articles of Incorporation of McKEEHAN, INC., is amended to read in its entirety as follows:

The name of this Corporation shall be: SUNILAND JEWELERS, INC.

2. ARTICLE SIX of the Articles of Incorporation of McKEEHAN, INC., is amended to read in its entirety as follows:

The principal office of this corporation shall be in Winter Haven, Polk County, Florida located at:

327 Cypress Gardens Blvd.
Winter Haven, FL 33880

The name and address of the Registered Agent is:

Jerry McKeehan
2000 Overlook Drive, S.E.
Winter Haven, FL 33884

3. ARTICLE EIGHT of the Articles of Incorporation of McKEEHAN, INC., is amended to read in its entirety as follows:

The names and post office addresses of the first board of directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Jerry McKeehan	2000 Overlook Drive, S.E. Winter Haven, FL 33884
Nicole McKeehan	2000 Overlook Drive, S.E. Winter Haven, FL 33884

4. ARTICLE NINE of the Articles of Incorporation of McKEEHAN, INC., is amended to read in its entirety as follows:

The names and post office address of each subscriber to the Certificate of Incorporation and the number of shares that each agree to take, are as follows, to-wit:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>	<u>SHARES</u>
Jerry McKeehan	2000 Overlook Drive, S.E. Winter Haven, FL 33884	President/ Director	50
Nicole McKeehan	2000 Overlook Drive, S.E. Winter Haven, FL 33884	Secretary/ Director	50

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

5. The foregoing Amendments to the Articles of Incorporation was adopted by unanimous consent of all of the Shareholders and Directors of the Corporation at a

joint meeting on October 21, 1998, in the manner prescribed by the Florida General Corporation Act.

IN WITNESS WHEREOF, We have hereunto subscribed our names and affixed the seal of the Corporation, on the 22nd day of October, 1998.

McKEEHAN, INC.

By: Jerry L. McKeenan (CORP. SEAL)
JERRY McKEEHAN, President
By: Nicole McKeenan (CORP. SEAL)
NICOLE McKEEHAN, Secretary

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, this day personally appeared, JERRY McKEEHAN and NICOLE McKEEHAN, as President and Secretary, respectively, to me well known to be the persons described and who executed the foregoing Articles of Amendment, and they acknowledged before me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

DATED this 22nd day of October, 1998.

Charlene R. Ladd

Notary Public

My Commission #:

My Commission Expires:



Charlene R. Ladd
MY COMMISSION # CC763503 EXPIRES
July 29, 2002
BONDED THRU TROY FAIR INSURANCE, INC.