

4/29/97

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FLORIDA DIVISION OF CORPORATIONS
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FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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ACCT#: 072450003255

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NAME: R. STROH & COMPANY, INC.
AUDIT NUMBER.....H97000006978
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....1

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PHILIP H. STORMONT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE OF AMENDMENT

The following provisions of the Articles of Incorporation of R. STROH & COMPANY, INC., A Florida Corporation filed in Tallahassee on May 29, 1984, be and they are hereby amended in the following particulars:

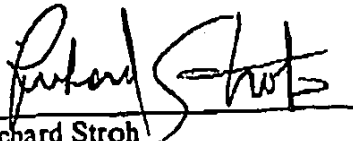
a) ARTICLE I. is hereby amended to read as follows:

The name of the corporation shall be

CAPTIVE SALES AND MARKETING, INC.

b) The foregoing amendment was adopted by all of the Stockholders and Directors of the corporation on March 18, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of the corporation has executed these Articles of Amendment this 12 day of April, 1997.


Richard Stroh
President/Secretary

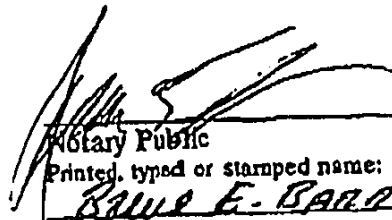
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SECRETARY
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 8th day of April, 1997, by Richard Stroh, as President of R. Stroh & Company, Inc., on behalf of the corporation, who is personally known to me or who has produced _____ as identification.

My commission expires:

FBN. 239933
Peter Previti, Esq.
5825 Sunset Dr. # 210
S. Miami, FL 33143
(305) 662-9304


Notary Public
Printed, typed or stamped name:
Peter E. Barr
(Serial number, if any)



PETER E BARR
My Commission CC304905
Expires Aug. 03, 1997
Bonded by HAI
604-422-1555