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FILED
98 OCT -1 PM 5:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 28, 1998

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

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*****87.50 *****43.75

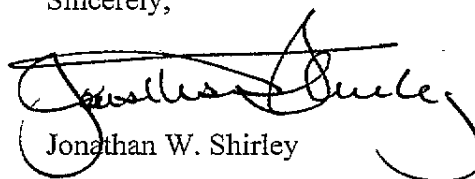
Re: Articles of Amendment to the Articles of Incorporation of Conveyor Systems, Inc.

Gentlemen:

Enclosed are an original and one copy of the Articles of Amendment to the Articles of Incorporation of Conveyor Systems, Inc., together with a check in the amount of \$87.50 to cover the filing fee and certified copy fee. Once the Articles of Amendment have been filed, the certified copy should be returned to this office.

If you have any questions, please contact me. Thank you for your assistance.

Sincerely,


Jonathan W. Shirley

JWS/g
Enclosures
cc: Mr. Charles D. Hickman

VS OCT 7 1998

Amend

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
CONVEYOR SYSTEMS, INC.

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Articles IV of the Articles of Incorporation of Conveyor Systems, Inc. were amended by the corporation's board of directors and unanimously approved by the shareholders on ~~August 27~~^{Sept 18}, 1998. The corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to F.S.607.1006.

1. The name of the corporation is Conveyor Systems, Inc.
2. Article IV of the Articles of Incorporation of Conveyor Systems, Inc. is deleted in its entirety and the following inserted in lieu thereof:

"ARTICLE IV - Capital Stock

(a) The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Two Million (2,000,000), of which One Million (1,000,000) shares having no par value shall be shares of voting common stock and One Million (1,000,000) shares having no par value shall be shares of nonvoting common stock.

(b) The preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of each class, are as follows:

(1) Voting and nonvoting shares of common stock shall be identical with respect to all rights pertaining to distribution and liquidation proceeds.

(2) Each share of voting common stock shall entitle the holder to one (1) vote on all matters that are subject to shareholder vote or approval under Florida law. Shares of nonvoting common stock shall not confer any voting rights on holders thereof.

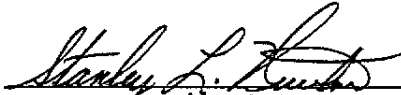
(3) *With respect to all other rights, preferences, qualifications, limitations and restrictions, voting and nonvoting common stock shall be identical."*

3. Article IV of the Articles of Incorporation of Conveyor Systems, Inc. was deleted in its entirety.

4. The foregoing amendments to Articles of Incorporation were duly adopted by the board of directors on ~~August 27~~ ^{September 15}, 1998.

5. The above amendments to Article IV were approved by the unanimous consent of the Shareholders of the Corporation on ~~August 27~~ ^{September 18}, 1998, which unanimous consent was sufficient for the adoption of these Articles of Amendment by the Corporation.

IN WITNESS WHEREOF, the undersigned as President and Chairman of the Board of Directors of this corporation has executed these Articles of Amendment on ~~August 27~~ ^{September 18}, 1998.



Stanley L. Newton, President and Chairman
of the Board of Directors of Conveyor Systems, Inc.