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STUART OFFICE
BY APPOINTMENT ONLY
ROYAL PALM FINANCIAL CENTER
750 S. FEDERAL HIGHWAY, Suite 212
STUART, FLORIDA 33995-2434
TELEPHONE (561) 223-4030

H51734

October 30, 1997

Department of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

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-11/05/97--01101--002
*****87.50 *****87.50

RE: Nick Miller, Inc.

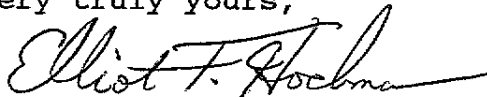
Dear Sir or Madam:

Enclosed please find the original and one copy of an Amendment to Articles of Incorporation of Nick Miller, Inc., together with a check in the amount of \$87.50 to cover the filing fee.

Please file said Amendment to Articles of Incorporation, and return a certified copy to the undersigned at the address listed above.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Elliot F. Hochman

EFH:ba
enclosures

EH\miller\filamd.hlt

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV -5 PM12:04

Amend.
11-10-97
CC

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
NICK MILLER, INC.

FILED
SECRETARY OF CORPORATION
DIVISION OF CORPORATION
97 NOV -5 PM 12:04

The undersigned, for the purpose of amending the Articles of Incorporation under §607.1006 of the Florida Business Corporation Act, hereby adopts the following Amendment to Articles of Incorporation:

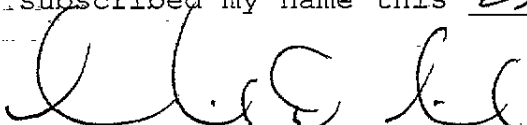
- a) The name of the corporation is NICK MILLER, INC.
- b) Article III of NICK MILLER, INC. Articles of Incorporation as stated therein is herewith revoked and deleted in its entirety. The following Article III is substituted in its place and stead:

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

- c) This amendment provides for an increase in the number of common shares authorized of the corporation and does not provide for an exchange, reclassification, or cancellation of issued shares.
- d) These Articles of Amendment shall be adopted upon the filing of these Articles of Amendment with the Department of State.
- e) These Articles of Amendment were approved and adopted on October 29th, 1997 by the shareholders of the corporation who hold all of the outstanding stock of the corporation, being the only parties entitled to vote on the amendment. The number of votes cast for the amendment by the shareholders were sufficient for approval by that voting group.

IN WITNESS WHEREOF, I have subscribed my name this 29 day of October, 1997.



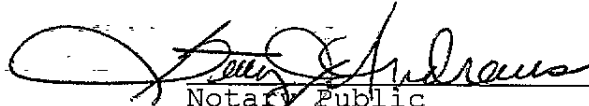
Nicholas D. Miller, Sole Shareholder, Director and President

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this *29th* day of October, 1997, by Nicholas D. Miller, who is personally known to me or who has produced a Florida driver's license as identification and who did (did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this *29th* day of October, 1997.

My Commission Expires:


Notary Public
Name: (printed)

c:\Miller\articles of amendment



BETTY J. ANDREWS
COMMISSION # CC 463145
EXPIRES MAY 30, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.