

H67882

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October 02, 1998

SENT VIA FEDERAL EXPRESS AIRBILL NUMBER: 803735469487

Florida Secretary of State
409 East Gaines Street
Tallahassee, Florida 32399
1-850-488-9000

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-10/05/98-01070-014
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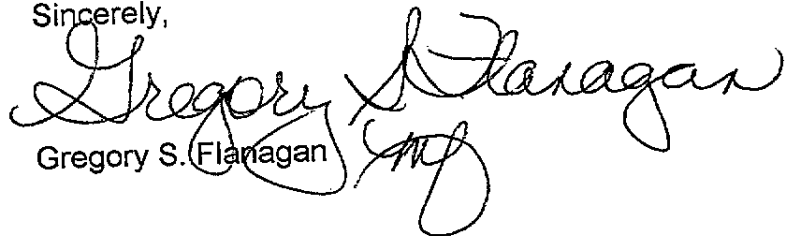
RE: Articles of Amendment to Fountain Development Corp., A Florida Corporation

Dear Sirs,

Enclosed please find the original Articles of Amendment to the Articles of Incorporation of FOUNTAIN DEVELOPMENT CORP., a Florida Corporation, which was originally filed on July 24, 1985 and assigned Charter Number H-67882. In addition, please find my check, number 2888, in the amount of \$43.75 representing the filing fee for the Amendment and the cost of obtaining a certified copy of the Articles of Amendment once filed. Also enclosed are two additional copies of the Articles of Amendment for your use. Please return one certified copy of the Articles of Amendment and at least one "filed" stamped copy as soon as possible.

If you have any difficulty with this request, please do not hesitate the undersigned.
Thank you.

Sincerely,


Gregory S. Flanagan

GSF/sg

Enclosures as stated herein

FILED
98 OCT -5 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend - H.C.
10-8-98
CC

ARTICLES OF AMENDMENT

THE UNDERSIGNED CORPORATION, FOUNTAIN DEVELOPMENT CORP., a Florida Corporation, (hereinafter "the Corporation"), in accordance with the provisions of F.S. 607.1006 hereby files these Articles of Amendment and states as follows:

1. A proposal for Amendment of the Articles of Incorporation has been recommended by the Boards of Directors of the Corporation and approved by the Shareholders on October 02, 1998, wherein the Corporation shall amend the following Articles of its Articles of Incorporation as follows:

ARTICLE I - NAME

The name of this corporation shall hereafter be CAMP U.S.A., INC.

ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the Corporation is 8415 Northeast Jacksonville Road, Ocala, Florida, 34479. The mailing address of the Corporation is Post Office Box 277, Anthony, Florida, 32617-0277.

ARTICLE VI - BOARD OF DIRECTORS AND CURRENT OFFICERS

This Corporation shall have two (2) directors. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one (1). The names and address of the Current Directors (and Officers) of the Corporation are as follows:

GODFRIED SMEETS
8415 Northeast Jacksonville Road
Ocala, Florida 34479

Director and President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DAGMAR TYSKENS
8415 Northeast Jacksonville Road
Ocala, Florida 34479

Director, Vice President,
Secretary, and Treasurer

2. The effective date of these Articles of Amendment shall be immediately upon filing of these Articles in the Office of the Secretary of State of the State of Florida.

Wherefore, these Articles of Amendment having been duly approved in accordance with the provisions of the Florida Business Corporation Act, F.S. Ch 607 et seq., are hereby submitted for filing.

FOUNTAIN DEVELOPMENT CORP., a Florida Corporation

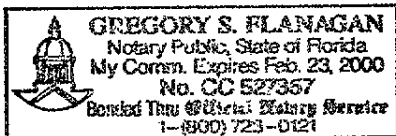
By: [Signature]
GODFRIED SMEETS, President

Attest: [Signature]
DAGMAR TYSKENS, Secretary

STATE OF FLORIDA}
COUNTY OF MARION}

The foregoing instrument was acknowledged before me this 2nd of October, 1998 by GODFRIED SMEETS, as President, and DAGMAR TYSKENS, as Secretary, of FOUNTAIN DEVELOPMENT CORP., a Florida Corporation.

NOTARY PUBLIC



[Signature]
Print Name: GREGORY S. FLANAGAN
State of Florida at Large (SEAL)
My Commission Expires:
Personally Known: _____
Produced Identification: ✓
Type of Identification: BELGIUM PASSPORT