Requester's Name

17740 Briar Patch Tr.
PORIA KATON, Fl. 32487

Office Use Only

CORPORATION NAME(S)	& DOCUMENT NUMBER(S),	(if known):
	& DOCUMENT TOMESER	(** ***********************************

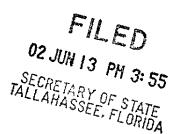
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Walk in Pick up time Mail out Will wait NEW FILINGS Profit Not for Profit Limited Liability Domestication Other OTHER FILINGS	Photocopy AMENDMENTS Amendment Resignation of R.A., Change of Registered Dissolution/Withdram Merger REGISTRATION/QUA	d Agent HASSEE, FLOREST	
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other	TO A S	<i>3</i>

CR2E031(7/97)

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Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Barber's CAGE II, Inc.	
(present name)	
(partial announce)	

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Appointment of Stephanie ANDREWS as President (CEO.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Accepted resignation of Trues DiDomenico A'
Appointment of Stephanie Andrews

THIRD: The date of each amendment's adoption: 39
FOURTH: Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by
(voting group)
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this day of
Signature Of the Chairman of the Board of Directors, President or other officer if adopted by
the shareholders)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
in the second se
James V. Di Jamen Co (Typed or printed name)
Prosident
(Time)