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K01295

July 8, 1998

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-07/13/98--01105--008
*****87.50 *****87.50

Re: *Name Change of Dyehouse & Geshay to DyeHouse, Geshay & Comeriato, Inc.*

Dear Sir/Madam:

Enclosed please find the following:

1. Action by Unanimous Consent of Shareholders without Meeting; and,
2. Articles of Amendment to Articles of Incorporation of Dyehouse & Geshay, Inc.

Also enclosed is a check in the amount of \$87.50, for the filing fees to accomplish this name change.

Please provide us with a stamped copies of the above-referenced documents in the enclosed, self-addressed, stamped envelope. Thank you for your assistance in this matter.

Sincerely,

QUARLES & BRADY

Kimberly Leach Johnson

KLJ/jrd
Enclosures as stated
cc: John K. Dyehouse

FILED
98 JUL 13 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/c Amend

See 7/17

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DYEHOUSE & GESHAY, INC.

FILED
98 JUL 13 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes Section 617.1006, the Articles of Incorporation of DYEHOUSE & GESHAY, INC., a Florida Corporation, are hereby amended as follows:

1. Article I of the Articles of Incorporation is hereby revoked and the following Article I is inserted in lieu thereof:

"ARTICLE I - NAME

The name of this Corporation is: DYEHOUSE, GESHAY
& COMERLATO, INC."

2. The foregoing amendment was adopted on the 1ST day of JULY, 1998. JD
3. The amendment was adopted by the unanimous vote of all the shareholders of the Corporation. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment this 1ST day of JULY, 1998. JD

DYEHOUSE & GESHAY, INC.

By: [Signature]

John K. Dyehouse,
President

**ACTION BY UNANIMOUS CONSENT OF SHAREHOLDERS
WITHOUT MEETING**

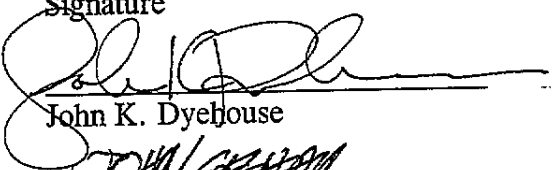

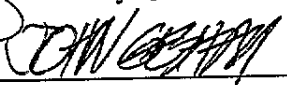

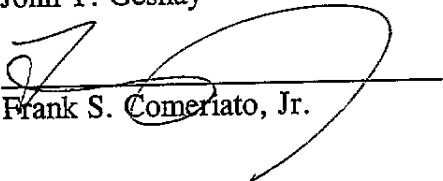

We, the undersigned, being all of the Shareholders of DYEHOUSE & GESHAY, INC., do hereby consent to the adoption of the following resolution to the same extent and to have the same force and effect as if adopted at a formal meeting of the Shareholders of the Corporation:

RESOLVED, that the Articles of Incorporation of DYEHOUSE & GESHAY, INC., a Florida Corporation, are amended by adding the material that has been underscored and deleting the material that has been lined through, to read as follows:

" ARTICLE I - NAME

The name of this Corporation is: ~~DYEHOUSE & GESHAY,~~
INC. DYEHOUSE, GESHAY & COMERIATO, INC."

In assent to the above, each of the undersigned Shareholders has signed his or her name and dated the signing opposite the number of shares of the Corporation held by him or her of record on such date.

Signature	Date	Number of Shares
 John K. Dyehouse	 <i>JD</i> 7/2/98	501
 John T. Geshay	 <i>JG</i> 7/2/98	364
 Frank S. Comeriato, Jr.	 <i>FC</i> 7/2/98	46