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April 3, 1997

Secretary of State
409 E. Gaines Street
Tallahassee, FL 32301

Re: Articles of Incorporation

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-04/08/97--011121--001

*****35.00 *****35.00

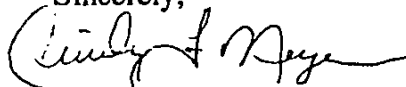
Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Amended Articles of Incorporation for ZABEL & ASSOCIATES, INC. Please file the original and return a file-stamped copy to me in the enclosed self-addressed stamped envelope.

Also enclosed is a check in the amount of \$35.00 representing the filing fee.

I appreciate your assistance in this matter.

Sincerely,



Cindy F. Meyer
Legal Assistant to
Daniel C. Perri

Enc.

97 APR -8 AM 9:43

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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APR 10 1997

**ARTICLES OF AMENDMENT
OF THE ARTICLES OF INCORPORATION OF
ZABEL AND ASSOCIATES, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR -8 AM 9:43

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

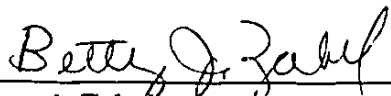
1. The corporation name shall be changed from ZABEL AND ASSOCIATES, INC. to:

ZPT INTERNATIONAL, INC.

2. The foregoing amendment was adopted on January 1, 1997.

3. The amendment was adopted by the Shareholder pursuant to unanimous vote in favor of the amendment and the unanimous number of votes, 100 votes, which represent all outstanding shares of stock, is sufficient for approval of such amendment.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Amendment, this 1st day of January, 1997.


Betty J. Zabel - Secretary
Shareholder