

K68315

**ROBSON
SCRIBNER &
STEWART, P.A.**
CERTIFIED PUBLIC ACCOUNTANTS

December 31, 1999

Dennis J. Robson, CPA
Mary C. Scribner, CPA
Suzanne Stewart, CPA

Department of State
P.O. Box 6327
Tallahassee, FL 32314

600003086226--6
-01/18/00--01011--005
*****5.00 *****5.00

Gentlemen:


600003086226--6
-01/03/00--01114--012
*****30.00 *****30.00

You will find two documents enclosed for filing with your department. The first document is a corporate name change which requires filing before the second document in order to make the name available for filing. The second document is a corporate charter which is to be filed after the name is made available as a result of the recording of document number one.

Attached to each document is a check for the recording fees.

Please feel free to contact me personally should you have questions or need additional information regarding these items. Your assistance in this matter is greatly appreciated.

Sincerely,


Dennis J. Robson, CPA

Enclosures: as above

FILED
00 JAN -3 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

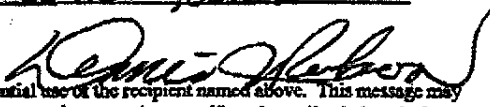

T. LEWIS JAN 12 2000

Fax Transmittal

ROBSON
SCRIBNER
STEWART, P.A.
CERTIFIED PUBLIC ACCOUNTANTS

To: THERMA LEWIS Fax #: 850-487-6897
From: DENNIS ROBSON # of pages (including cover): _____
Date: 1-12-00 Time: _____ Response: yes / no

RE: IN ACCORDANCE WITH OUR DISCUSSION
PLEASE CHANGE THE NAME OF BELLEVUE FLORIST, INC.
TO GWALTNEY ENTERPRISES OF BELLEVUE, INC.


The information contained in this facsimile message is intended only for the personal and confidential use of the recipient named above. This message may be client communication, and as such, is privileged and confidential. If you have received this document in error, please notify us immediately by telephone and return the original message to us by mail. Thank you.

307 N.E. 36th Ave. - Suite 1 • Ocala, FL 34470-1307
Telephone (352) 694-4184 • Telefax (352) 694-1170

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

FILED
00 JAN -3 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BELLEVIEW FLORIST, INC. , A Florida corporation, under its seal and hands of its President, Joseph Gwaltney and Secretary, Virginia Gwaltney, hereby certify that:

The Stockholders and Directors of said corporation, at a meeting called and held on December 17, 1999, adopted the following resolution:

"BE IT RESOLVED by the Stockholders and Directors of Belleview Florist, Inc., a Florida Corporation, that said Stockholders and Directors deem it advisable and hereby declares it to be advisable that Articles of Incorporation of said corporation be amended, changed and altered in order to make available the name Belleview Florist, Inc., to LuJean Price who is concurrently filing for the name Belleview Florist, Inc., with this amendment to read as follows:

1. Name. The Name of this corporation shall be GWALTNEY ENTERPRISES OF BELLEVIEW, INC.

In witness whereof. Said corporation has caused this certificate to be signed in its name by its President and its corporate seal to be hereto affixed and attested by its Secretary, this 31st day of December, 1999.

BELLEVIEW FLORIST, INC.

By: Joseph R Gwaltney
President

Attest:

Virginia Gwaltney
Secretary