

K 85062

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

400002554374--1
-06/10/98--01033--001
*****35.00 *****35.00

SUBJECT: Beach Glass, Inc.

Enclosed is an original and one (1) copy of the articles of amendment to articles of incorporation and a check for: \$35.00 for filing the articles of amendment;

Please return the photocopy to me with the filing date stamped on it.

Thank You.

FROM:

H. Larry Snow
H. Larry Snow
34 N. Orlando Ave
Cocoa Beach, Fl 32931
Telephone: (407) 783 4897

FILED
98 JUN 22 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TLL JUN 22 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 15, 1998

H. LARRY SNOW
34 N. ORLANDO AVE.
COCOA BEACH, FL 32931

SUBJECT: BEACH GLASS, INC.
Ref. Number: K85062

We have received your document for BEACH GLASS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 798A00033189

RECEIVED
98 JUN 22 PM 2:38
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Beach Glass Inc.
34 N. Orlando Ave., Cocoa Beach, Florida 32931

FILED
98 JUN 22 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Amendments adopted:

1) The Board of Directors shall have two members whose names and addresses are as follows:

Keith R. Eddy	Todd B. Snow
400 Sundoro Court	127 First Street
Merritt Island, Fl 32953	Merritt Island, Fl 32953

Former Board member and corporate officer, Kevin Arevalos, is no longer associated with Beach Glass Inc.

2) Ownership of all outstanding and issued capital stock, previously owned by Kevin Arevalos, has been purchased in equal numbers by Keith R. Eddy and Todd B. Snow.

3) The registered agent of the corporation is H. Larry Snow and the registered street address is 34 N. Orlando Ave., Cocoa Beach, Fl 32931.

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:

The sale of all outstanding shares of stock by Kevin Arevalos to Keith R. Eddy and Todd B. Snow was made in a contract signed and notarized on May 16, 1998.

THIRD: The date of each amendment's adoption is June 1, 1998

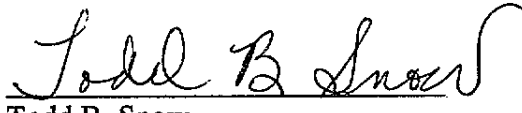
FOURTH: Adoption of Amendments:

- x The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this sixteenth day of June, 1998



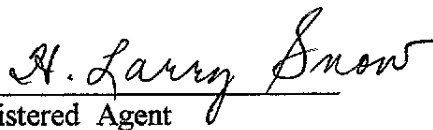
Keith R. Eddy
President



Todd B. Snow
Secretary

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated : June 16, 1998


Registered Agent