

L18674

Florida Ag Services II Inc.
5825 US 27 North
Sebring, FL 33870

March 24, 2000

Department of State
409 E Gaines St.
Tallahassee, FL 32399

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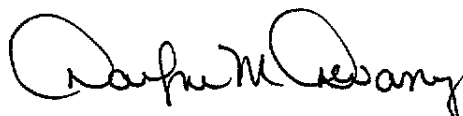
Re: Name Change Dept.

Enclosed please find the Minutes as well as the Amended Articles of Incorporation changing the name of the corporation from Florida Ag Services II Inc. to Allied Administration Services Inc. along with the proper fee in the amount of \$43.75 which includes \$35.00 fee and \$8.75 for a Certificate of Status.

Please return the Certificate to the above address as soon as possible.

Thank you for your help on this matter. I hope to receive these back within two weeks if possible.

Sincerely,



Darlyne M. Devany
Administrator

DMD

Enclosures

FILED
00 APR -5 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T LEWIS APR 5 2000

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
FLORIDA AG SERVICES II INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

First: Amendment(s) adopted.

Article I. Corporate Name. The corporate name is hereby changed from **FLORIDA AG SERVICES II INC.** to **ALLIED ADMINISTRATIVE SERVICES INC.**

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 shares retained by Fred J. Sandlin, Robert A. Gaines, Edward G. Touchton Jr. and Charles P. Welborn, Jr. in the total amount of 1000 shares are hereby returned to the company, Florida Ag Services II Inc. for cancellation. The new shares issued are as follows:

Fred J. Sandlin	-	166.68 shares
Robert A. Gaines Trust	-	166.68 shares
Edward G. Touchton Jr	-	166.66 shares
Charles P. Welborn Jr. Trust	-	166.66 shares
Mary Jane Yorke	-	166.66 shares
Dan Bremer	-	166.66 shares

FILED
00 APR -5 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

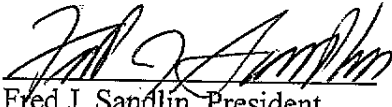
Second: The officers of the corporation were hereby changed to the following:

Fred J. Sandlin	-	President
Robert A. Gaines	-	Secretary
Edward G. Touchton Jr.		Director
Charles P. Welborn Jr		Treasurer
Mary Jane Yorke	-	Director
Dan Bremer	-	Director

Fourth: The date of each amendment's adoption is March 24, 2000.

Fifth: Adoption of Amendments. The Amendment(s) changes were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed 24th day of March, 2000.


Fred J. Sandlin, President
Allied Administrative Services Inc.

MINUTES OF JOINT SPECIAL MEETING OF
STOCKHOLDERS & DIRECTORS
FLORIDA AG SERVICES II INC.

The joint special meeting of Stockholders and Directors of FLORIDA AG SERVICES II INC. , a Florida corporation, of Sebring, Florida was held at the offices of 5825 US 27 North, Sebring, FL on March 24, 2000, at 5:00 P.M.

The meeting was called to order by the stockholders and directors of the company Fred J. Sandlin, Robert A. Gaines, Edward G. Touchton Jr. and Charles P. Welborn, Jr.


The purpose of this meeting was (1) Change the name of the corporation from Florida Ag Services II Inc. to **Allied Administrative Services Inc.** (2) issue new stock certificates and (3) vote in new officers. Upon a motion being made and seconded, the corporations' name was changed to **Allied Administrative Services Inc.** The new officers which were then voted on by motion and duly seconded are as follows:

Fred J. Sandlin - President
Robert A. Gaines - Secretary
Charles P. Welborn, Jr. - Treasurer
Edward G. Touchton, Jr. - Director
Mary Jane Yorke - Director
Dan Bremer - Director

The old stock was to be returned to the company and new stock will then be issued to the following officers:

Fred J. Sandlin - 166.68 shares
Robert A. Gaines Trust - 166.68 Shares
Edward G. Touchton Jr - 166.66 shares
Charles P. Welborn, Jr.Trust - 166.66 shares
Mary Jane Yorke - 166.66 shares
Dan Bremer - 166.67 shares

There being no further business to come before the corporation at this time, a Motion was made, seconded and carried to adjourn the meeting.


Robert A. Gaines, Secretary

APPROVED:


Fred J. Sandlin, President