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DIVISION OF CORPORATIONS
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July 12, 2000

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: National Gateworks, Inc.

Gentlemen:

Enclosed for filing with your office please find an original executed Consent to Amendment of Articles of Incorporation of National Gateworks, Inc., dated July 12, 2000; and the original and one copy of proposed Articles of Amendment to Articles of Incorporation of said corporation, also dated July 12, 2000. The purpose of the amendment is to change the name of this corporation to Ayres Enterprises, Inc.

Also enclosed is a check from this office in the amount of \$87.50 in payment of the filing fee for the Articles of Amendment (\$35) and your fee for a certified copy of the Articles of Amendment (\$52.50).

If these documents meet with your approval, please file them and return a certified copy of the Articles of Amendment to this office.

Sincerely,



Samuel E. Duke

SED/jes
Enclosures

N/C



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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
NATIONAL GATEWORKS, INC.

To: Department of State
Tallahassee, Florida 32314

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

1. The name of the corporation is NATIONAL GATEWORKS, INC.
2. The following Amendment of the Articles of Incorporation was adopted by all of the shareholders and all of the directors of the corporation eligible to vote on July 12, 2000 in the manner prescribed by the Florida Business Corporation Act:

Article I of the Articles of Incorporation of NATIONAL GATEWORKS, INC. is hereby amended to read as follows effective at 7 A.M. on August 1, 2000:

ARTICLE I

The name of the corporation is AYRES ENTERPRISES, INC.

3. The date of the Amendment's adoption was July 12, 2000.
4. The effective time and date of this Amendment shall be 7 A.M. on August 1, 2000.
5. This Amendment was approved by all of the shareholders and all of the directors of the corporation. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 12th day of July, 2000.

NATIONAL GATEWORKS, INC.

by: Carol J. Ayres
Carol J. Ayres, President

Attest: Carol J. Ayres
Carol J. Ayres, Secretary



STATE OF FLORIDA
COUNTY OF POLK

Before me personally appeared CAROL J. AYRES, who is personally known to me, and who is to me well known to be the President of NATIONAL GATEWORKS, INC., and known to me to be the person who is such officer of said corporation, executed the same; and he acknowledged before me that said instrument is the free act and deed of said corporation and he

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executed the same as such officer for the purposes therein expressed; that the foregoing instrument is the act of that corporation; that the seal thereunto attached is the corporate seal of said corporation.

WITNESS my hand and seal in the County and State named above this 12th day of July, 2000.



Judith E. Stenger
MY COMMISSION # CC800448 EXPIRES
February 12, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

Judith E. Stenger
Judith E. Stenger, Notary Public
My Commission Expires: 2/12/03

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