



L 92805

FILED
00 DEC 20 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 939070 7137273
AUTHORIZATION : *Patricia Pigeto*
COST LIMIT : \$ 35.00

ORDER DATE : December 20, 2000

ORDER TIME : 11:16 AM

ORDER NO. : 939070-005

CUSTOMER NO: 7137273

CUSTOMER: Eric M. Sauerberg, Esq
Eric M. Sauerberg, P.a.
Suite 400
712 U.s. Highway One
North Palm Beac, FL 33408

900003508919--3

DOMESTIC AMENDMENT FILING

NAME: THE ZEROLL CO.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

COULLETTE DEC 20 2000

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS: _____

RECEIVED

O.K. per
S.P.

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
THE ZEROLL CO.

FILED
00 DEC 20 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, for the purpose of changing the authorized shares of common stock of the corporation, does hereby adopt this Amendment to the Articles of Incorporation previously approved by all Shareholders of the Corporation:

ARTICLE ONE

1.1 The name of the Corporation is The Zeroll Co.

ARTICLE TWO

2.1 The authorized shares of common stock of the corporation remains at five hundred (500) but one hundred (100) of which shall be non-voting common stock and four hundred (400) of which shall be voting common stock. Therefore, Article III of the Articles of Incorporation is hereby amended to read as follows:

"ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock, 100 of which shall be non-voting common stock and 400 of which shall be voting common stock. All of such shares shall have no par value."

All original Articles of Incorporation not modified by this amendment are hereby reaffirmed and restated. The aforementioned modification to the Articles of Incorporation is adopted effective the date set forth below.

By: 
THOMAS M. FUNKA, Director/Pres.

Date: December 19, 2000
funka\docs\amend.art