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January 10, 2002

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*****35.00 *****35.00

Filing Clerk
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

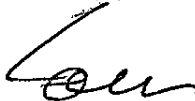
Re: Save our Waterways, Inc.

To Whom It May Concern:

Please accept for filing the Articles of Amendment to the Articles of Incorporation enclosed for the above referenced company. I have also enclosed a check for \$35.00 which I understand is the correct amount for the filing fee for the Articles of Amendment.

If you have any questions, please feel free to call.

Very truly yours,


Tom Smoot, III

JTSIII/kg
Enclosures

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 JAN 22 AM 8:07

Amend

V SHEPARD JAN 28 2002


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 22 AM 8:07

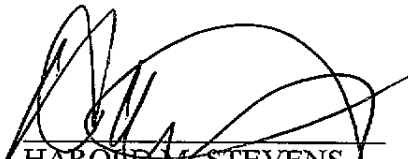
**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION**

1. The name of the corporation is SAVE OUR WATERWAYS, INC.
2. The Articles of Incorporation, dated June 13, 2000, and filed with the Office of the Secretary of State, Divisions of Corporations, State of Florida, June 14, 2000, are amended such that all references in Articles II and III to "Section 501 © of the Internal Revenue Code" shall now read "Section 501©(3) of the Internal Revenue Code."
3. There are no members entitled to vote on the proposed Amendment, other than the Board of Directors consisting of William D. Wilkinson, Harold M. Stevens, and David L. Schultz.

These Articles of Amendment are adopted by the Board of Directors this 28
day of November, 2001.


WILLIAM D. WILKINSON
Director


DAVID L. SCHULTZ
Director


HAROLD M. STEVENS
Director