950000043°/

June 9, 1998

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

To Whom It May Concern:

Enclosed are amendments to Brand of the Cross, Inc. Articles of Incorporation. Enclosed as well is a check for \$87.50 to cover the cost of the filing fee (\$35.00) and for you to send one certified copy of the amendment (\$52.50). The name, telephone number and return address where the certified amendment should be sent appears below. Please call if you have any questions.

JWM/edb

Enclosure

Jeffrey M. Whalen 14321 Mustang Trail Ft. Lauderdale, FL 33330 Daytime Phone #305-460-6347 Nighttime Phone #954-680-5590

J.M. Wholen gave Authorization vs. to add Suffix to the new name. Vs. 6/24 & Anend & N/C

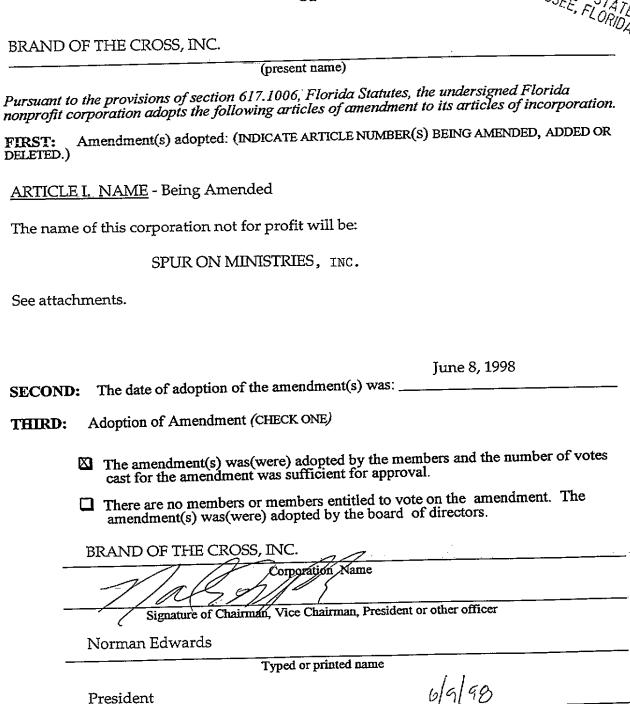
JUN 2 5 1998

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of



Title

ARTICLE V. DIRECTORS - Being Amended

The Board of Directors shall consist of the names and addressed of the following persons:

Norman Edwards 1300 So. Flamingo Road Davie, Florida 33325 John Priestly 1300 So. Flamingo Road Davie, Florida 33325

Michael Fletcher 1300 So. Flamingo Road Davie, Florida 33325 Jeffrey Whalen 14321 Mustang Trail Ft. Lauderdale, Florida 33330

ARTICLE VI. OFFICERS - Being Amended

The names and post office addresses of the President, Vice President, Secretary and Treasurer who will hold office until their successors are either elected, appointed or have qualified are:

President Jeffrey Whalen 14321 Mustang Trail Ft. Lauderdale, Florida 33330 Secretary Darlene Fletcher 1300 So. Flamingo Road Davie, Florida 33325

First Vice President Michael Fletcher 1300 So. Flamingo Road Davie, Florida 33325 Treasurer Darlene Fletcher 1300 So. Flamingo Road Davie, Florida 33325