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Dennis R. Long
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Warren A. Wilson III



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April 10, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

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

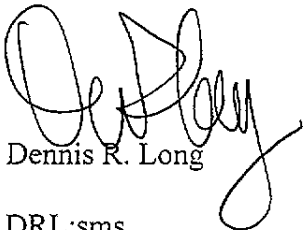
Re: **ARNOLD DIVERSIFIED CORP.**

Dear Sir:

Enclosed please find the original and one copy of the Articles of Amendment of the above-named corporation, together with a copy of the Written Consent of Shareholders and Directors. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Thank you very much for your cooperation in this matter.

Very truly yours,


Dennis R. Long

DRL:sms
Enclosures

S-C CORP\ARNOLD.LR

FILED
00 APR 10 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc
T. LEWIS APR 19 2000

ARTICLES OF AMENDMENT

FILED
00 APR 10 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

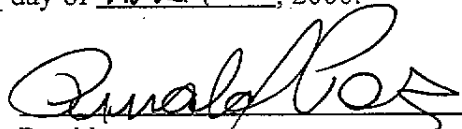
1. Article One of the Articles of Incorporation of **ARNOLD DIVERSIFIED CORP.** a Florida corporation, is hereby amended to read as follows:

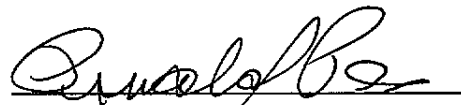
Article One. The name of this corporation is:

ARNOLD'S DIVERSIFIED, INC.

2. The foregoing amendment was adopted by the shareholders of this corporation on the 10th day of April, 2000.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 10 day of APRIL, 2000.

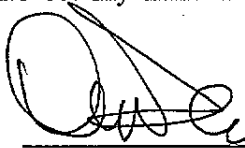

President


Secretary

STATE OF FLORIDA
COUNTY OF Pinellas

BEFORE ME, the undersigned authority, personally appeared DENNIS R. LONG III and N/A, known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed these Articles of Amendment for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10th day of April, 2000.



Notary Public
My commission expires:



Dennis R. Long
MY COMMISSION # CC815948 EXPIRES
June 30, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

COPY

WRITTEN CONSENT OF THE SHAREHOLDERS AND DIRECTORS
OF ARNOLD DIVERSIFIED CORP. IN LIEU OF SPECIAL MEETING

The undersigned persons, being all of the shareholders and directors of **ARNOLD DIVERSIFIED CORP.** a Florida corporation, hereby take the following action by written consent in lieu of a special, meeting of shareholders:

RESOLVED AS FOLLOWS:

1. That the name of the corporation be changed to that of:
ARNOLD'S DIVERSIFIED, INC.
2. That the President and Secretary and they hereby are authorized and directed to execute Articles of Amendment of the Articles of Incorporation and to have said instrument filed in the office of the Secretary of State in Tallahassee, Florida.
3. That the Secretary be and he hereby is authorized to execute a Certificate of Amendment of the Bylaws of this corporation evidencing the change of the corporate name as authorized hereby and to affix said certificate to the bylaws of the corporation.
4. That the President and Secretary be and they hereby are authorized and directed to execute any further documents, pay the necessary fees and costs, and do any and all things that may be necessary to effectuate the foregoing resolutions.

DATED: April 10, 2000