

PARK, BUGG, RODNITE, OSSIAN AND ZDRAVKO, P.A.

ROBERT E. BUGG*
JANNINE C. BUSH
MARK A. OSSIAN*
JOSEPH R. PARK*
ANDREW J. RODNITE, JR. +
TYRONE ZDRAVKO

ATTORNEYS AT LAW
FIRST NATIONAL BANK OF FLORIDA BUILDING
SUITE 400
1150 CLEVELAND STREET
CLEARWATER, FLORIDA 33755
(727) 441-3777
FAX (727) 447-4231

PLEASE REPLY TO:
P.O. BOX 1019
CLEARWATER, FLORIDA 33757

*BOARD CERTIFIED CIVIL TRIAL LAWYERS
+BOARD CERTIFIED APPELLATE LAWYER
#CERTIFIED CIRCUIT AND FAMILY MEDIATOR
*CERTIFIED FAMILY MEDIATOR
‡CERTIFIED PUBLIC ACCOUNTANT

P000000019763

November 17, 2000

Corporate Records Bureau
Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

Re: **Amendment to Articles of Incorporation of
Bell Properties, Inc.**

200000264801--0
-11/20/00--01126--007
*****35.00 *****35.00

Gentlemen:

Enclosed please find an Amendment to Articles of Incorporation for Bell Properties, Inc. Please change the name to Derek Bell Properties, Inc. Also enclosed is a check in the amount of \$35.00 to cover the filing fee. Once the Articles have been filed, please provide me with a certified copy for my records.

Please contact me immediately at the above telephone number if there are any problems in filing this Amendment to Articles of Incorporation.

Very truly yours,

Mark A. Ossian
Mark A. Ossian

MAO/kr
Enclosures

cc: Derek Bell

FILED
00 NOV 20 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
T. LEWIS NOV 29 2000

AMENDMENT TO ARTICLES OF INCORPORATION

OF

BELL PROPERTIES, INC.

FILED
00 NOV 20 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned representing all of the Stockholders and Directors of BELL PROPERTIES, INC., whose Articles of Incorporation were filed with the Secretary of State, of the State of Florida, on February 25, 2000, hereby manifests the intention that the Articles of Incorporation be amended in accordance with the proposed Amendment set forth herein, pursuant to the provisions of Section 607.1003, Florida Statutes (1993); and do hereby request the approval thereof by the Secretary of State; and do hereby certify that there are no other Stockholders or Directors of BELL PROPERTIES, INC.


The provision of Article I of the Articles of Incorporation relative to the name of the Corporation, is hereby deleted in its entirety, and the following inserted in lieu thereof:

ARTICLE I - NAME

The name of this corporation shall be: DEREK BELL PROPERTIES, INC.

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation of BELL PROPERTIES, INC., has been executed by the Stockholders and Directors of such corporation, this 15 day of November, 2000.

BELL PROPERTIES, INC.



DEREK N. BELL, Stockholder/Director


CHESTINE BELL, Director

The foregoing Amendment having been adopted in accordance with the requirements of Chapter 607 of the Florida Statutes, the Corporation has caused its President and Secretary to execute, on behalf of the Corporation, these Articles of Amendment, this 15 day of November 2000.

BELL PROPERTIES, INC.

By:


CHESTINE BELL, President/Secretary

PARK, BUGG, RODNITE, OSSIAN AND ZDRAVKO, P.A.

ATTORNEYS AT LAW

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Mark A. Ossian
Mark A. Ossian

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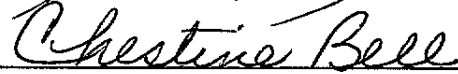
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BELL PROPERTIES, INC.

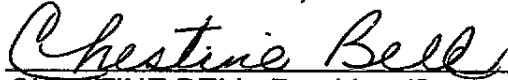

DEREK N. BELL, Stockholder/Director


CHESTINE BELL, Director

The foregoing Amendment having been adopted in accordance with the requirements of Chapter 607 of the Florida Statutes, the Corporation has caused its President and Secretary to execute, on behalf of the Corporation, these Articles of Amendment, this 15 day of November 2000.

BELL PROPERTIES, INC.

By:


CHESTINE BELL, President/Secretary