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To: SECRETARY OF STATE
DIVISION OF CORPORATIONS
STATE OF FLORIDA

RE; ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF AAC-SYDCO, INC.

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-12/13/00--01056--004
PLEASE RETURN CERTIFIED COPY TO; *****35.00 *****35.00

JAMES M. WATSON
549 N.E. 34 th STREET
OAKLAND PARK, FL. 33334

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 13 PM 1:43

Amend
LPS 12-18-2000

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AAC-SYDCO, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 13 PM 1:43

The Articles of Incorporation of AAC-SYDCO, INC., a Florida corporation for profit, are hereby amended in accordance with Section 607.1006 of the Florida General Corporation Act, as follows:

ARTICLE VII

This Article is added to read as follows:

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE VIII

This Article is added to read as follows:

This corporation shall have a perpetual existence.

Article IX

This Article is added to read as follows:

This corporation shall and does hereby indemnify and hold harmless every director and every officer, or every former director and every former officer, their heirs, executors, and administrators to the full extent permitted by law.

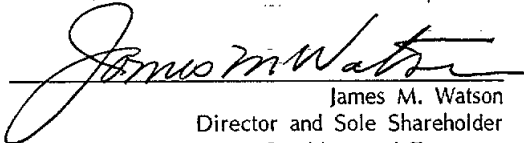
ARTICLE X

This Article is added to read as follows:

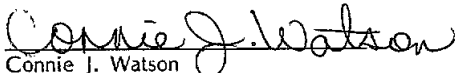
No contract or other transaction between this corporation and any other corporation in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in, or is a director or officer or are the directors or officers of such other corporation and any director or directors, individually or jointly may be a party or parties to, or may be interested in any such contract or transaction of this corporation or in which this corporation is interested, and no contract, act or transaction with any person or persons, firm or corporation in the absence of fraud, shall be effected or invalidated by the fact that any director or directors of this corporation is a party or are parties to be interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any firm, association or corporation in which he may be anywise interested. Any director of this corporation may vote upon any contract or other transaction between this corporation and any firm, association or corporation in which he may be anywise interested.

These Amendments were adopted on October 30, 2000 by the unanimous consent of the Directors and the sole Shareholder of the corporation in accordance with Section 607.1006(1)(f) of the Florida General Corporation Act.

IN WITNESS WHEREOF, I have executed these Articles of Amendments to Articles of Incorporation this 28 day of November, 2000.


James M. Watson
Director and Sole Shareholder
President and Treasurer

ATTEST:


Connie J. Watson
Secretary

STATE OF FLORIDA)
) §
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared JAMES M. WATSON, personally known to me and known by me or who produced N/A as identification, who stated that he is a Director and the sole Shareholder and the President and Treasurer of the corporation named in the foregoing instrument and that he executed the foregoing Articles of Amendment to Articles of Incorporation for the purpose therein stated.

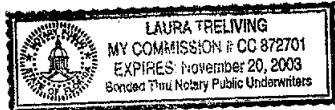
WITNESS my hand and official seal at Palm Beach County, Florida this 22 day of November, 2000.

Charlotte Holman
Notary Public
State of Florida at Large
My commission expires:

STATE OF FLORIDA)
) §
COUNTY OF Broward)

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared CONNIE J. WATSON, personally known to me and known by me or who produced _____ as identification, who stated that she is the Secretary of the corporation named in the foregoing instrument and that she attested to the foregoing Articles of Amendment to Articles of Incorporation for the purpose therein stated.

WITNESS my hand and official seal at Broward County, Florida this 29 day of November, 2000.



Laura Treliving
(Printed Name)
Notary Public
State of Florida at Large
My commission expires: