

Gary Stodola
2810 Usina Rd Ext.
St Augustine Fla. 32095

COVER PAGE

P0000069557

FOR AMENDMENT OF CORP.

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-08/02/02--01045--001
*****52.50 *****52.50

FROM: GARY STODOLA
HOME

PH: 904-829-8071-NIGHT
BUSINESS MOBILES

PH: 904-392-6692 - DAY
904-347-4738-DAY

ADDRESS: 2810 USINA RD. EXT.
ST. AUGUSTINE FLA. 32095

BUSSINESS NAME :WILLIAM A DAVIS ENT.

CHANGE OF NAME

CHANGE OF SHAREHOLDERS

CHANGE OF BOARD MEMBERS

CHANGE OF MAIL ADDRESS

FILED
02 AUG -2 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1COVER

check enclosed
Fifty Two dollars 50¢

52.50 Filing Fee 35
1 Certified Copy 8.75
1 Certif. cate of status 8.75
52.50

Gary Stodola
gave authority
to make
corrections
as per
app

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

(WILLIAM A. DAVIS ENTERPRISES, INC.)

(POOOOOO69557)

FILED
02 AUG - 2 AM 10:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE 1
NAME AND PLACE OF BUSINESS

THE PREVIOUS NAME OF THE COMPANY IS AMENDED TO CHANGE FROM (WILLIAM A DAVIS ENTERPRISES INC.) TO ~~(D&S ENTERPRISES INC.)~~ *not available* IF AVAILABLE AND FOR AN ALTERNATIVE IF THAT NAME IS NOT AVAILABLE (DAVIS & STODOLA ENTERPRISES INC) WILL BE THE BOARDS SECOND CHOICE.

THE PRINCIPLE ADDRESS WILL REMAIN THE SAME ALTHOUGH THE MAILING ADDRESS IS CHANGED TO (2810 USINA RD. EXT. ST. AUGUSTINE FLA. 32095)

ARTICLE VI
RESTRAINT OF ALIANATION OF SHARES

NO SHAREHOLDER OF THIS CORPORATION MAY SELL, HYPOTHECATE, OR OTHERWISE TRANSFER THEIR SHARES EXCEPT TO ANOTHER INDIVIDUAL WHO IS ELIGIBLE TO BE A SHAREHOLDER OF THIS CORPORATION BY BEING VOTED IN AND APPROVED BY BOTH THE PRESIDENT AND VICE PRESIDENT AND AUTHORIZED FOR AGREED AMOUNTS OF SHARES BY BOTH BOARD MEMBERS. THE SHARES ARE ACCEPTED TO BE PASSED ON TO HEIRS IN LOSS OF LIFE ONLY AFTER SURVIVING SHAREHOLDERS REFUSE OPTION TO BUY OUT THE VALUE OF DECEISED SHARES

ARTICLE VIII OFFICERS

THE OFFICERS OF THE CORPORATION SHALL BE:

<i>PRESIDENT:</i>	<i>WILLIAM A. DAVIS</i>
<i>VICE PRESIDENT:</i>	<i>GARY D. STODOLA</i>
<i>TREASURER:</i>	<i>WILLIAM A. DAVIS</i>
<i>SECRETARY:</i>	<i>GARY D. STODOLA</i>

THE ADDRESS OF THE PRESIDENT WILL REMAIN THE SAME
THE ADDRESS OF THE VICE PRESIDENT WILL BE THE SAME AS THE MAILING ADDRESS OF
THE CORP. (2810 USINA RD. EXT.)

ARTICLE IX DIRECTORS

(a) NUMBER: THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY.
THE NUMBER OF DIRECTORS MAY INCREASE OR DIMINISH FROM TIME TO TIME BY THE
BYLAWS, BUT SHAL NEVER BE LESS THAN TWO.

(b) INITIAL DIRECTORS: THE NAME AND ADDRESS OF THE MEMBERS OF THE
FIRST BOARD OF DIRECTORS OF THIS CORPORATION ARE:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
PRESIDENT: 32095	WILLIAM A. DAVIS	5114 BIG OAK RD. S. ST. AUGUSTINE FLA.
VICE-PRESIDENT: 32095	GARY D. STODOLA	2810 USINA RD. EXT. ST. AUGUSTINE FLA.

(c) & (d) ARE UNCHANGED.

SECOND: If an amendment provides for an exchange, reclassification or
cancellation of issued shares, provisions for implementing the amendment if not
contained in the amendment itself are as follows:

THIRD: The date of each amendment's adoption: 7/17/02

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient
for approval by (voting group)



X The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 19th day of JULY, 2002

Signature President:

William A. Davis William A. Davis Director

Signature Vice-President:

Gary Stodola Gary Stodola Director

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)