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FRANCES H. MERRITT

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October 15, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Paperworks, Inc.

700004639597--9
-10/17/01--01056--007
*****35.00 *****35.00

Dear Sir or Madam:

Please find enclosed the Articles of Amendment to Articles of Incorporation of Paperworks, Inc. changing the corporate address, together with our check in the amount of \$35.00 to cover the filing fee for same. Please see that the enclosed documents is filed.

Should you have any questions or concerns regarding the enclosed, please do not hesitate to give me a call.

Sincerely,



Frances H. Merritt

FHM:esm

Enclosures as stated.

FILED
01 OCT 17 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend



T BROWN OCT 18 2001

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PAPERWORKS, INC.**

FILED
01 OCT 17 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAPERWORKS, INC., a Florida corporation (the "Corporation"), by and through its President, hereby adopts an amendment to its Articles of Incorporation as hereinafter set forth.

1. Pursuant to Section 607.1003 of the Florida Statutes, the Board of Directors of the Corporation and the sole shareholder of the Corporation adopted, in accordance with Sections 607.0821 and 607.0704 of the Florida Statutes, on September 29th, 2001, an amendment to Article II of the Articles of Incorporation of the Corporation, deleting Article II in its entirety and substituting therefor the following:

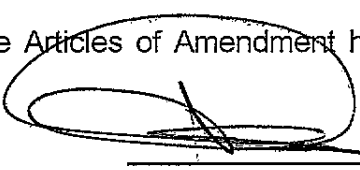
ARTICLE II -Principal Office

The address of the principal office and the mailing address of the Corporation is 706 Savage Court, Longwood, Florida 32750.

2. Except as modified hereby, the Articles of Incorporation of the Corporation shall be and remain in full force and effect.

3. The number of votes cast for the amendment by the shareholders was sufficient for approval, and the Corporation's shareholders are not divided into different voting groups.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 29th day of September, 2001.



David Sears, President