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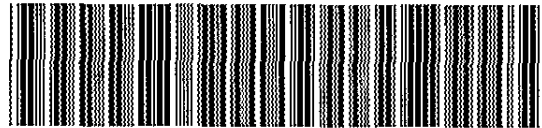
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

04 JUN 17 PM 1:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.C.

G. Goulette JUN 17 2004



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 758365 7200721
AUTHORIZATION : *Patricia Pijuta*
COST LIMIT : \$ 35.00

ORDER DATE : June 17, 2004

ORDER TIME : 11:25 AM

ORDER NO. : 758365-005

CUSTOMER NO: 7200721

CUSTOMER: Scott L. Glazier, Esq
Glazier & Glazier, P.a.
Suite 504
8825 Perimeter Park Blvd.
Jacksonville, FL 32216

DOMESTIC AMENDMENT FILING

NAME: CLASSIC AMERICAN ACQUISITION
CORP.

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 2949

EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT OF
CLASSIC AMERICAN ACQUISITION CORP.**

These Articles of Amendment are filed pursuant to Florida Statute Section 607.1006, to reflect an amendment to the Articles of Incorporation of CLASSIC AMERICAN ACQUISITION CORP., a Florida corporation (the "Corporation"), and in connection therewith, the undersigned officer, acting upon the authority of the Board of Directors of the Corporation, and upon authority of the holders of a majority of the shares entitled to vote on said amendment hereby set forth as follows:

1. The name of this Corporation is CLASSIC AMERICAN ACQUISITION CORP.

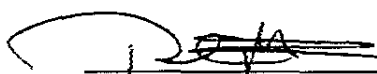
2. The Articles of Incorporation of CLASSIC AMERICAN ACQUISITION CORP. have been amended by changing the name of the Corporation to J & P ACQUISITION CORP.

3. In accordance with Florida Statute Section 607.1003, the referred to amendment was adopted by the Board of Directors of the Corporation on June 7, 2004 and unanimous written consent to the said Amendment was given on June 7, 2004 by the holders of all of the shares of the Corporation entitled to vote thereon in accordance with Florida Statutes Section 607.0704. The number of votes cast for the Amendment by the stockholders of the Corporation is sufficient for approval of the Amendment.

4. Upon the filing of these Articles of Amendment by the Department of State, the above referred to amendment shall become effective and the Articles of Incorporation of the Corporation shall be deemed to be amended accordingly.

DATED this 7th day of June, 2004.

CLASSIC AMERICAN ACQUISITION CORP.


By: Paul G. Axtell
Its: President

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