

GENERAL
PEAT
RESOURCES
DEVELOPMENT COMPANY

P3 7024

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300002749283--1
-01/21/99-01040-021
*****87.50 *****87.50

RE: Corporate Amendment Application

Dear Madame or Sir,

Enclosed please find the required documents and a check to cover the associated cost of changing the name of our company. If you have any questions or require any further information please contact me at:

Mr. Allen Cowan
111 2nd Ave. N.E. #700
St. Petersburg, FL 33701
Tel. (727) 895-1456
Fax. (727) 895-1185

FILED
99 JAN 26 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,



Allen D. Cowan, President

cc: L. Gerahian

P37024
1-26-99 CW
#Cert Copy
4P8

**PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

(Pursuant to s. 607.1504, F.S.)

**SECTION I
(1-3 MUST BE COMPLETED)**

1. GENERAL PEAT RESOURCES DEVELOPMENT COMPANY
Name of corporation as it appears on the records of the Department of State.

2. DELAWARE 3. July 13, 1990
Incorporated under laws of Date authorized to do business in Florida

**SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? JAN. 5, 1999

5. GENERAL RESOURCES DEVELOPMENT COMPANY
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

Allen D. Cowan
Signature

12-24-98
Date

ALLEN D. COWAN
Typed or printed name

PRESIDENT
Title

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GENERAL PEAT RESOURCES DEVELOPMENT COMPANY", CHANGING ITS NAME FROM "GENERAL PEAT RESOURCES DEVELOPMENT COMPANY" TO "GENERAL RESOURCES DEVELOPMENT COMPANY", FILED IN THIS OFFICE ON THE FIFTH DAY OF JANUARY, A.D. 1999, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

2235979 8100

991005833

AUTHENTICATION: 9511918

DATE: 01-08-99

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION

GENERAL PEAT RESOURCES DEVELOPMENT COMPANY

a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of GENERAL PEAT RESOURCES DEVELOPMENT COMPANY resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "1" so that, as amended, said Article shall be and read as follows:

THE NAME OF THE CORPORATION IS GENERAL RESOURCES DEVELOPMENT COMPANY

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said CORPORATION has caused this certificate to be signed by

ALLEN D. COWAN, an Authorized Officer, this 24th day of DECEMBER, 1998

By: A. D. Cowan
Authorized Officer

Name: ALLEN D. COWAN
Print or Type

Title: PRESIDENT