

P92000007121

**TIM WHEAT, CPA, P.A.
4475 WOODBINE RD., SUITE 7
PACE, FL 32571
(904) 995-4050**

December 4, 1996

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*****35.00 *****35.00

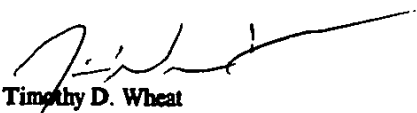
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment

Enclosed are Articles of Amendment of Tim Wheat, CPA, P.A., along with our check in the amount of \$35.00 for the filing fee.

Should you need additional information you may contact me at the above address or by FAX at (904) 994-8773. Thank you for your attention to this matter.

Sincerely yours,



Timothy D. Wheat

TDW/csm
encls.

FILED
97 JAN 13 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Wab - 20413
NCAM
CRG
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 17, 1996

TIMOTHY D. WHEAT, CPA, PA
4475 WOODBINE RD.
SUITE 7
PACE, FL 32571

SUBJECT: HUDSON & WHEAT CPA'S P.A.
Ref. Number: P92000007121

We have received your document for HUDSON & WHEAT CPA'S P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 096A00056143

TIM WHEAT, CPA
4475 WOODBINE RD., SUITE 7
PACE, FL 32571
(904) 995-4050
FAX (904) 994-8773

January 7, 1997

Karen Gibson
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Hudson & Wheat CPA'S P.A.
Ref. Number : P92000007121

Enclosed is a copy of your letter dated December 17, 1996, along with the Articles of Amendment for the above referenced corporation. Also enclosed is a copy of the resignation of Robert T. Hudson from the corporation.

Thank you for your attention to this matter. Should you need anything further, please let us know.

Sincerely yours,


Tim Wheat

TW/cm
encls.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

HUDSON & WHEAT CPA'S P.A.

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:

Amendments adopted:

ARTICLE 1

The name of the corporation is **TIM WHEAT, CPA, P.A.**

ARTICLE VI

The address of the registered office and agent is:

Timothy D. Wheat
4475 Woodbine Road, Suite 7
Pace, FL 32571



Timothy D. Wheat

FILED
97 JUN 13 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The number of directors constituting the board of directors of the corporation is one (1) and the name and address of the person who is to serve as sole officer and director is:

<u>Name</u>	<u>Address</u>
Timothy D. Wheat	4475 Woodbine Road, Suite 7 Pace, FL 32571

Robert T. Hudson is removed as an officer and director.



Timothy D. Wheat
President

ACCEPTANCE BY REGISTERED AGENT

Being fully familiar with the obligations of a Registered Agent, the undersigned hereby accepts the appointment of Registered Agent of Tim Wheat, CPA, P.A.



Timothy D. Wheat

THIRD: The date of each amendment's adoption: 11/29/96

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."

- 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 4th day of DECEMBER, 19 96

Signature *Timothy D. Wheat* PRESIDENT
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

TIMOTHY D. WHEAT
Typed or printed name

PRESIDENT
Title

RESIGNATION

I, the undersigned, hereby resign as Director, Officer and Employee of *Hudson : Wines CPA*
effective as of the 29th day of November, 1996.

Robert Jerome Holman
Robert T. Hudson