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April 7, 2000

**PERSONAL &
CONFIDENTIAL**

Ms. Annette Ramsey
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

000003202850--8
-04/11/00--01022--006
*****35.00 *****35.00

Re: Amendment/Computer Factory

*Name
Change
Amend*

Dear Ms. Ramsey:

I spoke to you on the above date regarding the above-referenced Amendment. I sent the originals with the UCC-1 filing and failed to include this check for you. I am enclosing the Amendment (as we spoke about on the phone) along with the check for \$35.00 for the filing fee. If the originals are returned to our office I will forward directly to your office.

Thanking you in advance for your assistance in this matter. If in the meantime, you have any questions, please call.

Sincerely,



~~Robert C. Wilkins, Jr.~~
Brenda Masterton
Sec. to Robert C. Wilkins

RCWJr/bwm
Enclosures

*ADR
4/11/00*

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

THE COMPUTER FACTORY**

THE COMPUTER FACTORY, a Florida corporation, by and through its President,
TODD RUSSELL, adopts Articles of Amendment to the Articles of Incorporation as
follows:

1. The current name of the corporation is: THE COMPUTER FACTORY, which
is being changed by this amendment to COCHRANE ENTERPRISES, INC.
2. Amendments to the Articles of Incorporation were adopted by the directors on
March 29, 2000
3. The amendments adopted are contained in Exhibit "A" which by this reference is
made a part of these Articles of Amendment.

These Articles of Amendment were executed on March 29, 2000.

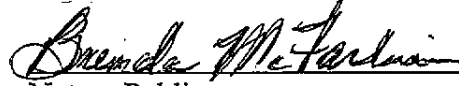
THE COMPUTER FACTORY

By:


TODD RUSSELL, President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30TH day of March, 2000, by
TODD RUSSELL, as President, on behalf of THE COMPUTER FACTORY.


Notary Public

My Commission Expires

My Commission Number



Brenda W. McFarlin
MY COMMISSION # CC791349 EXPIRES
November 16, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

AMENDMENT TO ARTICLES OF INCORPORATION

THE COMPUTER FACTORY

The undersigned, BETTY COCHRANE and TODD RUSSELL, being a director and shareholder of THE COMPUTER FACTORY, a Florida corporation, having its principal office in Vero Beach, Florida, by this written statement manifest his intention to adopt an amendment to the Articles of Incorporation, pursuant to the provisions of Section 607.1006(a) of the Florida Statutes.


The Articles of Incorporation are amended to change the name of the corporation to:

COCHRANE ENTERPRISES, INC.

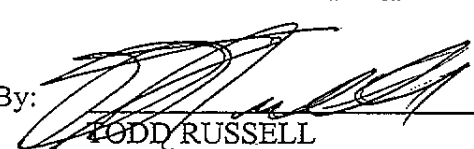
This document was signed by BETTY COCHRANE and TODD RUSSELL as shareholders and directors of THE COMPUTER FACTORY, on March 29, 2000.

THE COMPUTER FACTORY

By:


BETTY COCHRANE
Shareholder and Director

By:


TODD RUSSELL
Shareholder and Director