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August 10, 1998

Department of State
Corporate Records Bureau
409 E. Gaines Street
Tallahassee, FL 32301

600002615346--4
-08/13/98--01089--010
*****87.50 *****87.50

Re: Brintech, Inc.

Dear Sir:

Enclosed please find the original Articles of Amendment to Articles of Incorporation of the above corporation. I have also enclosed a check in the amount of \$87.50 for the filing fee and one certified copy.

Please process this at your earliest opportunity and return the certified copy of the Articles of Amendment to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to contact my office.

Very truly yours,



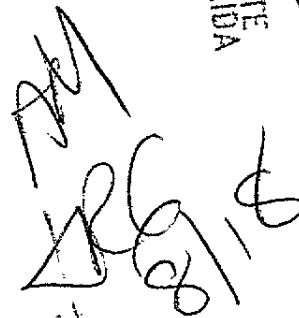
Hal Spence

HS/jlf

Enclosure

cf: Mr. Harold Brewer
Brintech, Inc.

FILED
98 AUG 13 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BRINTECH, INC.

FILED
98 AUG 13 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Fifth Article of the Articles of Incorporation of BRINTECH, INC. was amended by the corporation's board of directors and shareholders on June 26, 1998. The corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to F.S. 607.1003.

1. The name of the corporation is BRINTECH, INC.
2. The Fifth Article of the Articles of Incorporation of BRINTECH, INC. is deleted in its entirety and replaced as follows:

FIFTH: The aggregate number of shares which the Corporation is authorized to issue is nine thousand nine hundred (9,900) shares of non-voting common stock and one hundred (100) shares of voting common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

3. The foregoing amendment to articles of incorporation was duly adopted by the board of directors and shareholders on June 26, 1998.

In witness whereof, the undersigned directors and shareholders of this corporation, which constitute all current board members and one hundred percent (100%) of all owners of outstanding and issued shares of stock of this corporation, have executed these articles of amendment on June 26, 1998.

Harold J. Brewer
Harold J. Brewer
Director/Shareholder
Ramona Brewer
Ramona Brewer
Director

David Koto
David Koto & Vice-President
Director
Thomas Warlick
Thomas Warlick
Director

STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me personally appeared HAROLD J. BREWER, to me well known and known to me to be the person described in and who executed the foregoing Articles of Amendment as a director and shareholder of BRINTECH, INC., and acknowledged to and before me that he executed said instrument for the purposes therein expressed and that he presented a Florida driver's license as identification and he did not take an oath.

WITNESS my hand and official seal this 22nd day of June, 1998, in the aforesaid County and State.

My commission expires:

Raelynn Jackson
Notary Public



Raelynn Jackson
MY COMMISSION # CC591381 EXPIRES
September 24, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me personally appeared **RAMONA BREWER** and to me well known and known to me to be the person described in and who executed the foregoing Articles of Amendment as a director of **BRINTECH, INC.**, and acknowledged to and before me that she executed said instrument for the purposes therein expressed and that she presented a Florida drivers' license as identification and she did not take an oath.

WITNESS my hand and official seal this 22nd day of June, 1998, in the aforesaid County and State.

My commission expires:



Raelynn Jackson
MY COMMISSION # CC591381 EXPIRES
September 24, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

Raelynn Jackson
Notary Public

STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me personally appeared **DAVID KOTO** and to me well known and known to me to be the person described in and who executed the foregoing Articles of Amendment as a director of **BRINTECH, INC.**, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and that he presented a Florida drivers' licenses as identification and he did not take an oath.

WITNESS my hand and official seal this 22nd day of June, 1998, in the aforesaid County and State.

My commission expires:



Raelynn Jackson
MY COMMISSION # CC591381 EXPIRES
September 24, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

Raelynn Jackson
Notary Public

STATE OF FLORIDA
COUNTY OF

Before me personally appeared **THOMAS WARLICK** and to me well known and known to me to be the person described in and who executed the foregoing Articles of Amendment as a director of **BRINTECH, INC.**, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and that he presented a Florida drivers' licenses as identification and he did not take an oath.

WITNESS my hand and official seal this 16th day of June, 1998, in the aforesaid County and State.

My commission expires:

Cheryl S. Black
Notary Public

