880 Mandalay Avenue., #C303, Clearwater, FL 33767 813-447-1488, Fax 443-7226

November 16, 1997

Department of State P. O. Box 6327 Tallahassee, FL 32314 500002352755--4 -11/20/97--01041--008 *****35.00 ******35.00

Re: Amendment to Articles of Incorporation

Gentlemen:

Please find our form attached and filing fee, to amend our articles.

Thank you.

Marshall Goldblatt

Amend



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 1, 1997

MARSHALL GOLDBLATT 880 MANDALAY AVE., #C303 CLEARWATER, FL 33767

SUBJECT: BUSINESS & INVESTMENT MANAGEMENT SERVICES, INC.

Ref. Number: P93000045490

We have received your document for BUSINESS & INVESTMENT MANAGEMENT SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We can find no record of the entity named in your document. A computer printout of a similarly named entity is enclosed for your review. If this is the right name, please correct your document and return it for filing.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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 (850) 487-6909.

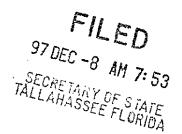
Velma Shepard Corporate Specialist

Letter Number: 297A00056783

97 DEC -8 AM 9: 15
DIVISION OF CORPORATION

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



BUSINESS MANAGEMENT & INVESTMENT SERVICES, INC.

(present name)

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:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

That RACHEL LOCKWOOD be appointed as Vice President & Controller, Effective Jan. 1, 1995

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: Nov. 1, 1997
FOURTE	: 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"
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
= <u>≥</u> 19	The amendment(s) was were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day of, 19
Signature	(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)
	MARSHALL GOLDBlatt //mm
	Typed or printed name (INCORPO roctor)
	President taxcomporatory controller
	\Istla