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June 29, 1999

JOHN R. TATUM
(1926-1995)

AMY R. REECK
(OF COUNSEL)

Certified Mail - Return
Receipt Requested #Z 255 751 962

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*****262.50 *****43.75

+ BOARD CERTIFIED BUSINESS LITIGATION LAWYER
* BOARD CERTIFIED REAL ESTATE LAWYER
++ BOARD CERTIFIED MARITAL AND FAMILY LAWYER

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

Re: Articles of Amendment

Dear Sirs:

Enclosed for filing please find an original and one (1) copy of the Articles of Amendment to Articles of Incorporation for the following corporations:

1. Twin Mac Oil, Inc.;
2. John R. Rudolph Enterprises, Inc.;
3. M. G. Oil, Inc.;
4. Triple J. and S., Inc.;
5. Jenna-Jeff, Inc.; and
6. Double J. Gas, Inc.

Also enclosed is our Firm's check in the amount of \$262.50, representing costs as follows:

Filing fee	\$35.00
Certified copies	8.75
	\$43.75 for each corporation

FILED
99 JUL -2 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AM 7/1/99

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

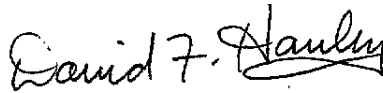
June 29, 1999

Page 2

Please forward the certified copies to me in the enclosed return envelope provided for your convenience.

Thank you for your attention to these matters.

Very truly yours,



DAVID F. HANLEY

DFH/mc
Enclosures

cc: W. Michael Brinkley, Esq.
Sean L. Wilson, Esq.
Mr. John R. Rudolph

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
TWIN Mac OIL, INC.**

FILED
99 JUL -2 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes (1997), this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Article IV of the Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

Article IV - Capital Stock

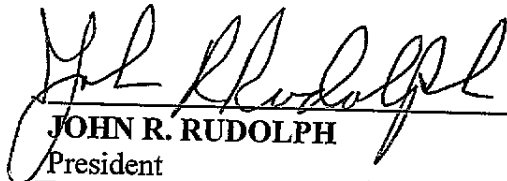
The maximum number of shares of stock of the Corporation that may be issued is 7,500, consisting of 750 voting common shares with \$1.00 par value, and 6,750 non-voting common shares with \$1.00 par value. Each class of shares shall be identical in all respects, except that the non-voting shares shall carry no right to vote for the election of directors of the Corporation, and no right to vote on any matter presented to the shareholders for their vote or approval except only as the laws of the State of Florida require that voting rights be granted to such non-voting shares.

SECOND: Upon the filing of these Articles of Amendment with the Florida Division of Corporations, the Corporation shall exchange 90 new non-voting shares in the Corporation at a par value of One (\$1.00) Dollar per share and 10 new voting shares in the Corporation at a par value of One (\$1.00) Dollar per share for each 100 current shares of common stock of this Corporation at a par value of One (\$1.00) Dollar per share as fully paid and non-assessable, and the President and Secretary of the Corporation shall thereupon be authorized to sign and issue stock certificates sealing the same with the Corporate Seal.

THIRD: The date of the amendment's adoption is June 28, 1999.

FOURTH: The amendment was adopted and recommended by the sole Director, and adopted by the sole Shareholder, on June 28, 1999.

Dated this 28th day of June, 1999.

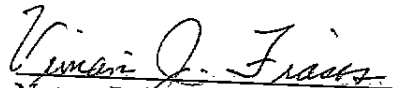

JOHN R. RUDOLPH
President

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, appeared **JOHN R. RUDOLPH**, as President of TWIN Mac OIL, INC., a Florida corporation, who is personally known to me and who executed the foregoing Articles of Amendment to Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Amendment to Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 28th day of June, 1999.


Notary Public, State Of Florida

[Notary Stamp]

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6/1/99



Vivian J. Fiacos
MY COMMISSION # CC671711 EXPIRES
November 14, 2001
BONDED THRU TROY FAIN INSURANCE, INC.