

P94000007592

COMMUNITY BASED SERVICES, INC
P.O. Box 2245
Dade City, Florida 33526-2245

March 3, 1997

Ms Velma Shepard
Corporate Specialist
Division of Corporations

Ref: Articles of Amendment
COMMUNITY BASED SERVICES, INC

Dear Ms Shepard,

Enclosed please find Articles of Amendment for the above corporation.

In addition I have enclosed a check for \$87.50.

Thanking you in advance for your cooperation.

Sincerely,


W.E. McNatt

FILED
97 MAR -4 PM 12:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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-03/07/97--01046--003
*****87.50 *****87.50

Amend

VS MAR 6 1997

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COMMUNITY BASED SERVICES, INC

FILED
97 MAR -4 PM 12:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Section 607.1001, Florida Statutes, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. Article IV is amended to read as follows:


ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue be as follows:

Number of Shares Authorized	Par Value	Class of Stock
50,000,000	\$0.001	Common

2. Pursuant to Section 607.1003, Florida Statutes, the foregoing amendment was proposed to the shareholders by the Board of Directors and the Shareholders entitled to vote approved the amendment. The amendment was approved by unanimous vote of the Shareholders on February 10, 1997.

IN WITNESS WHEREOF, we the undersigned, have executed these Articles of Amendment on February 10th, 1997.

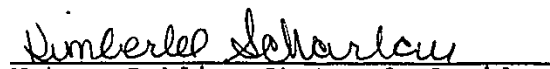

George Steele, as
President of Corporation

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me on February 10th, 1997 by George Steele, President of Community Based Services, Inc., a Florida corporation, on behalf of the Corporation, who is personally known to me or who has produced Dive License as identification.



KIMBERLEE SCHARLAU
My Commission CC381278
Expires Apr. 04, 1998
Bonded by ANB
800-852-5878


Notary Public, State of Florida
at Large

My Commission expires:

Acceptance of Designation

The undersigned, William E. McNatt, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.


William E. McNatt