

LAW OFFICE OF
PEEBLES & GRACY, P.A.

ATTORNEY AND COUNSELOR AT LAW

FREDERICK T. PEEBLES
1902 - 1982
GREGORY D. GRACY

May 6, 1999

P95000000234

Corporate Records Bureau
Division of Corporation
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

700002869847--3
-05/10/99-01129-004
*****35.00 *****35.00

RE: GRAND CENTRAL MANUFACTURING, INC.

Dear Sir or Madam:

Enclosed is the AMENDMENT TO ARTICLES OF INCORPORATION changing the name of the above-referenced corporation to POLYWORLD, INC.

Also enclosed is our check for \$35.00 to cover the cost of filing the amendment to the articles indicating a name change.

We appreciate your assistance in this matter. If anything further is required, please advise.

Very truly yours,

Gregory D. Gracy

GDG:bh

Enclosures

NC
5-18-99
DAS

[Handwritten signature]

FILED
99 MAY 10 PM 12:49
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

AMENDMENT TO ARTICLES OF INCORPORATION
of
GRAND CENTRAL MANUFACTURING, INC.

The Certificate of Incorporation of GRAND CENTRAL MANUFACTURING, INC., heretofore approved and filed in the office of the Secretary of State, State of Florida, on the 30th day of December, 1994, is hereby amended in the following particulars:

"ARTICLE 1. The name of the corporation shall be:
POLYWORLD, INC."

CERTIFICATE OF APPROVAL OF AMENDMENT OF
ARTICLES OF INCORPORATION
of
GRAND CENTRAL MANUFACTURING, INC.

We, the undersigned, being the President and Secretary, respectively, of Grand Central Manufacturing, Inc., hereby certify that the Board of Directors of the corporation did unanimously approve and recommend, on the 1st day of April, 1999, at a meeting duly called for that purpose, that the Articles of Incorporation of Grand Central Manufacturing, Inc., heretofore filed and approved in the office of the Secretary of State, State of Florida, on the 30th day of December, 1994, be amended in the manner set forth above and did propose said amendment to the stockholders of the corporation.

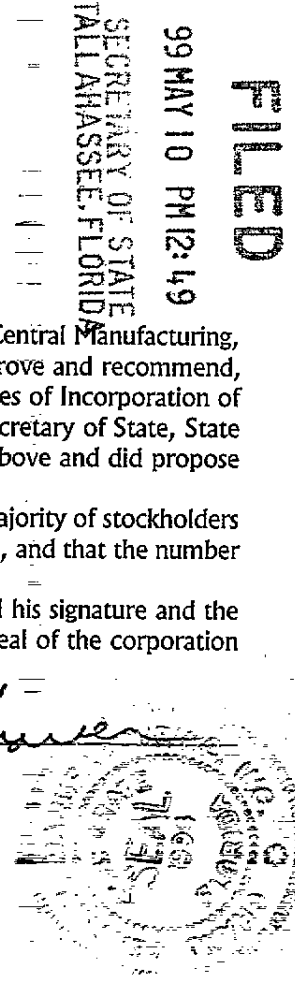
WE DO FURTHER CERTIFY that at a meeting duly called for that purpose, a majority of stockholders of the corporation did approve the foregoing amendment on the 2nd day of April, 1999, and that the number of votes cast by the stockholders was sufficient for approval.

IN WITNESS WHEREOF, the President of the corporation has hereunto affixed his signature and the Secretary of the Corporation has also hereunto affixed his signature and the corporate seal of the corporation this 19th day of April, 1999.

ATTEST:

Roger A. Hoover
Secretary
Roger A. Hoover

Gregory A. Hoover
President
Gregory A. Hoover
(SEAL)



AFFIDAVIT FOR AMENDMENT OF ARTICLES

STATE OF FLORIDA
COUNTY OF PINELLAS

I DO HEREBY CERTIFY that on this 19th day of April, 1999, before me personally appeared Gregory A. Hoover and ROGER A. HOOPER as President and Secretary respectively of GRAND CENTRAL MANUFACTURING, INC., who acknowledged before me that the matters and things contained in the foregoing instrument are true, and they did execute the same for the purposes therein expressed.

Barbara B. Honey
Notary Public

(*) personally known or provided
as identification



Barbara B. Honey
MY COMMISSION # CC806987 EXPIRES
March 11, 2003
BONDED THRU TROY FAIR INSURANCE, INC.