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July 2, 1998

Florida Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

Re: DS & WJ, Inc.

000002582860--9
-07/08/98--01046--014
*****87.50 *****87.50

Gentlemen:

Please find enclosed Articles of Amendment for the above corporation for filing. My check payable to your division is enclosed in the sum of \$87.50 in payment of the filing fees and certified copy fees.

Thank you for your cooperation in this matter.

Sincerely,



Thomas D. Wright

TDW/da
Enclosures

FILED
98 JUL -8 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
DS
7/16

ARTICLES OF AMENDMENT
OF
DS & WJ, INC.

FILED
98 JUL -8 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes, Section 607, the Articles of Incorporation of the above-named corporation are hereby amended as follows:

1. Article IV, entitled "Capital Stock," is hereby deleted and replaced with the following:

ARTICLE IV
CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 1,000 shares of \$1.00 par value common stock. A total of 100 of said shares shall be common shares and the holders of said share shall be entitled to one vote for each of said 100 shares on all matters on which shareholders have the right to vote. The remaining 900 shares shall be identical with the common shares except that the holder thereof shall not be entitled to any voting rights for said 900 shares. Each existing shareholder's existing shares of stock shall be exchanged and reissued so that 90 percent of said shares shall be non-voting shares and ten percent shall be voting shares.

2. The foregoing amendment was adopted by the unanimous written consent of all of the Directors and Shareholders entitled to vote thereon, pursuant to Florida Statutes, on March 14, 1998. The number of votes cast for the above amendment by the shareholders was sufficient for approval of said amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 14 day of March, 1998.

DS & WJ, INC

By:

Walter Jennier

President

ATTEST TO:

David K. Sale
Secretary

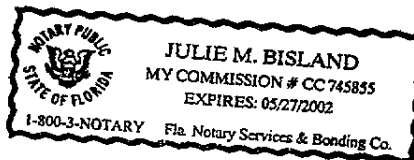
STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned authority duly authorized to take acknowledgments and administer oaths, personally appeared Walter Jennier as President and David K. Sale as Secretary of DS & WJ, INC., a Florida corporation, to me known to be the persons described above and they acknowledged before me that they executed the foregoing for the purposes therein expressed upon authority duly vested in them by said corporation.

Witness my hand and official seal in the County and State last aforesaid this 14 day of March, 1998.

Julie M. Bisland
Notary Public
Printed Name: Julie M. Bisland
My commission expires: 05/27/2002
Commission No. CC 745855

{affix notarial seal}



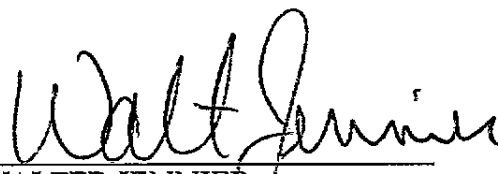
CONSENT TO AMENDMENT

The undersigned, being all of the directors and shareholders of DS & WJ, INC., a Florida corporation, hereby execute this Consent to manifest our intention that the Articles of said corporation be amended in accordance with the Articles of Amendment to which this Consent is attached.

DATED: March 14, 1998.



DAVID K. SALE



WALTER JENNIER