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April 4, 2000

Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, FL 32301

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-04/06/00--01043-023
*****43.75 *****43.75

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Amendment to Articles of Incorporation of **D & R Surf, Inc.** Our check for \$43.75 is also enclosed. Kindly forward the certified copy to my office once the Amendment has been filed.

Thank you for your assistance in this regard.

Very truly yours,

JACK A. KIRSCHENBAUM

JAK/jab
Enclosures

FILED
00 APR -5 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

p95000048510
288
Amend
on 4-5-00
**Calcopy*

ARTICLES OF
AMENDMENT TO ARTICLES OF INCORPORATION
OF
D & R SURF, INC.

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 originally filed in Tallahassee on June 19, 1995, which Articles are hereby amended by deleting the existing provisions of Article IV. and substituting the following provisions in lieu thereof:

"ARTICLE IV.

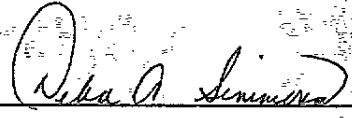
This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock."

The foregoing amendment was approved and adopted by the Board of Directors on the 25 day of FEBRUARY, 2000. The number of votes cast for the amendment was sufficient for such approval (By shareholders.)

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed this Amendment to Articles of Incorporation this 25 day of FEB, 2000.



President/Director



Secretary

FILED
00 APR -5 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA