

P9 5000053146

KEITH | MACK LLP

ATTORNEYS AT LAW SINCE 1947

First Union Financial Center, Twentieth Floor
200 South Biscayne Boulevard, Miami, Florida 33131-2310

Miami (305) 358-7605 / Broward (954) 921-5633
Fax (305) 358-4755
E-Mail: prevail@keithmack.com

Gregg S. Ahrens	R. Hugh Lumpkin	Karl J. Schumer
Mark S. Auerbacher	Dawn Marshall	Norman S. Segall
Robert E. Bouchard	Linda C. Mayol	Jeffrey P. Shapiro
Renee D. Braeunig	Richard A. Morgan	Paul A. Shelowitz
Jan Carson Cheezem	Lee J. Osiason	Nicole E. Tann
Robert A. Cohen	Maritza Peña	Richard A. Wood
Spencer Fox	Michele S. Primeau	
Neisen O. Kasdin	Cynthia Ramos	
Felix M. Lasarte	Jack R. Reiter	Seymour D. Keith (retired)
Edgar Lewis	Alan Rosenthal	James L. Mack (retired)
Jack S. Lewis	William A. Salgado	<i>of counsel</i>

March 24, 1999

Secretary of State
Corporate Division
409 East Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

Re: PG-C Leasing Company of Florida, Inc.

800002821718--2
-03/29/99-01087-003
*****43.75 *****43.75


Gentlemen:

I am enclosing herewith an original and a copy of the Articles of Amendment of PG-C LEASING COMPANY OF FLORIDA, INC. In addition, a check in the sum of \$43.75 is enclosed.

Please file the original of the enclosed Articles of Amendment and return the certified copy to my office in the enclosed self addressed envelope.

Thank you for your prompt attention to this matter.

Sincerely,



William A. Salgado

I:\FILES\WorldNet\Corp\PG&C\99\SECSTATE\LTR

W. Salgado GAVE
AUTHORIZATION BY PHONE TO
CORRECT ADD "Pres."
DATE 4-12
DOC. EXAM CRG

FILED
99 MAR 29 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
CRG
4/12

**ARTICLES OF AMENDMENT
OF
PG-C LEASING COMPANY OF FLORIDA, INC.**

FILED
99 MAR 29 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

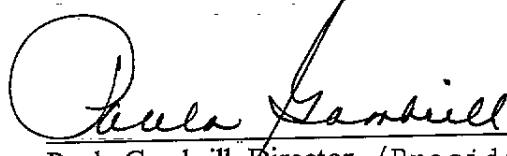
The sole shareholder of PG-C Leasing Company of Florida, Inc. (the "Company"), by written consent on the 23rd day of March, 1999, adopted the following amendment to Article I of the Articles of Incorporation.

Article I of the Articles of Incorporation of PG-C Leasing Company of Florida, Inc., a Florida corporation, is hereby amended to read as follows:

The name of the corporation is "PG&C Leasing Company of Florida, Inc."


The Company is filing these Articles of Amendment to the Articles of Incorporation pursuant to Florida Statute 607.1006.

IN WITNESS WHEREOF, the undersigned Director of the Company, pursuant to the approval and authority given by the sole shareholder, has executed these Articles of Amendment, this 23 day of March, 1999.


Paula Gambrill, Director / President

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE) SS

The foregoing instrument was acknowledged before me this 23rd day of March, 1999, by Paula Gambrill, as Director of PG-C Leasing Company, Inc., by and on behalf of the corporation. He/She is personally known to me and/or has produced _____ as identification.


Typed/Printed Name: _____
Notary Public, State of Florida
My Commission Expires: _____
Commission Number: _____

KAREN A. HADDIX
COMMISSION # CC 716113
EXPIRES FEB 12, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.