

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Silver Tongues, Inc.

N 1086
7/23/97
N 1086
7/25/97

Signature _____

Requested by: DL

Name _____

Date 7/23

Time 12:00

Walk-In _____

Will Pick Up _____

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Name Reservation _____

Merger File _____

✓ Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

✓ Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

FILED
97 JUL 23 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400002245194--B
-07/23/97-01081-005
*****175.00 *****87.50

RECEIVED
97 JUL 23 PM 12:09
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 23, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: W & D ENTERPRISES, INC.
Ref. Number: P93000010928

We have received your document for W & D ENTERPRISES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 197A00037367

RECEIVED
97 JUL 24 PM 4: 18
DIVISION OF CORPORATIONS

Corrected

AMENDMENT TO CERTIFICATE OF INCORPORATION OF
SILVER TONGUES, INC.

FILED
9 JUL 23 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


I, the undersigned, being the sole director and stockholder of SILVER TONGUES, INC., a corporation duly organized and existing under and by virtue of the laws of the State of Florida, hereby consent and agree that the Certificate of Incorporation of SILVER TONGUES, INC., a Florida corporation, be and the same shall be amended to read as follows:

ARTICLE I

The name of the Corporation shall be W.D. Enterprises of Dade County, Inc.

This Amendment was adopted on July 1, 1997, by the undersigned as the sole shareholder of the Corporation pursuant to Florida Statutes.

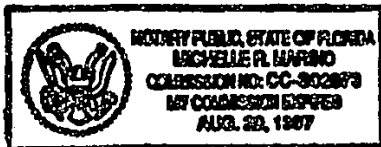
IN WITNESS WHEREOF, the undersigned subscriber has executed this Amendment this 16 day of July, 1997.


WILLIAM GREENWALD
President and Sole Director
and Stockholder

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared WILLIAM GREENWALD, known to me and known by me to be the person who acknowledged the foregoing Amendment to Certificate of Incorporation, and he acknowledged before me that he executed this Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and affixed my official seal, in the State and County aforesaid, this 16 day of July, 1997.



Michelle R. Marino
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE
Printed Name: Michelle R. Marino
My Commission Number:
My Commission Expires:

Personally known XXXX or produced identification _____
Type of identification produced _____