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May 8, 1997

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

RE: Amendment of Articles of Incorporation
of Lighthouse Management Group, Inc.

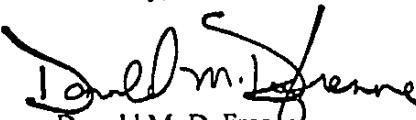
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Gentlemen:

Please find enclosed the Articles of Amendment of the Articles of Incorporation of Lighthouse Management Group, Inc. along with our check in the amount of \$35.00 for the filing fee thereof.

If you should have any questions, please feel free to give me a call. Thank you for your cooperation and consideration.

Sincerely,


Donald M. DuFresne

DMD/ksm
Enclosures

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FILED
97 MAY 12 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION
OF LIGHTHOUSE MANAGEMENT GROUP, INC.

Pursuant to the provisions of FSA § 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

1. The text of each amendment as adopted is as follows:

10. The name and post office address of the members of the first Board of Directors, and the first officers, who unless otherwise provided, shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

Dixie Peden
President/Treasurer

1251 Beacon Point Drive, Ste. 520
Jacksonville, FL 32246

Matthew McAuliffe
Vice-President/Secretary

1251 Beacon Point Drive, Ste. 520
Jacksonville, FL 32246

- A. The date of adoption of each amendment was:


October 3, 1996

- B. Each amendment was adopted by:

The Board of Directors. Shareholder action was not required.

2. These amendments will be effective upon filing.

DATED this 1 day of November, 1996.


Dixie Peden
Director/President/Treasurer

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TALLAHASSEE, FLORIDA