

P95000074385

Clyde W. Davis & Associates, P.A.

Attorneys at Law
20 South Fifth Street
Fernandina Beach, Florida 32034

Clyde W. Davis

Tel (904) 261-2848
Fax (904) 261-4478

May 27, 1998

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*****35.00 *****35.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

Pursuant to the provisions of Section 607.1003 of the Florida Statutes, the undersigned corporation adopted the attached Amendment to its articles of incorporation by vote of the shareholders and directors pursuant to the enclosed resolutions:

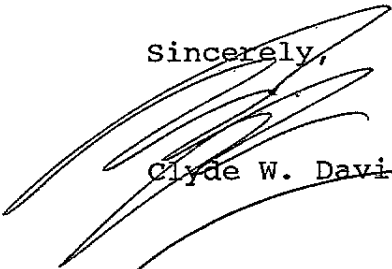
RECEIVED
JUL 9 AM 11:29
DIVISION OF CORPORATIONS
STATE

The name of the corporation is WAAS ALES AND LAGERS, INCORPORATED. The following Resolution changing the Corporate Name to WAAS CENTERPRISES, INC., were adopted by the directors of the corporation on June 19, 1998, in the manner prescribed by the Florida General Corporation Act.

3. There is only one class of shares and the number of shares of the corporation outstanding at the time of such adoption was 100; and the number of shares entitled to vote thereon was 100.

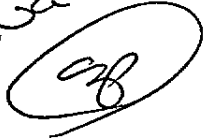
4. The number of shares voted for such amendment was 100; and the number of shares voted against such amendment was -0-.


Sincerely,



Clyde W. Davis

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -9 AM 11:29

7/9/98
per Mr.
Davis sec.
OK to correct
old name


N/C Amend
 7/9/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 1, 1998

Clyde W. Davis, Esquire
20 South Fifth Street
Fernandina Beach, FL 32034

SUBJECT: WAAS ALES AND LAGERS, INC.
Ref. Number: P95000074385

We have received your document for WAAS ALES AND LAGERS, INC. and check(s) totaling \$61.25. However, your check(s) and document are being returned for the following:

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

The current name of the entity is as referenced above. Please correct your document accordingly.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 298A00035485

Clyde W. Davis & Associates, P.A.

Attorneys at Law
20 South Fifth Street
Fernandina Beach, Florida 32034

Clyde W. Davis

Tel (904) 261-2848
Fax (904) 261-4476

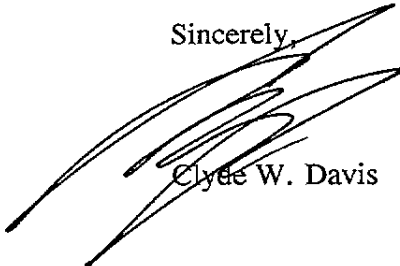
July 7, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Dear Ms. Payne:

Please find enclosed a copy of your letter to me, dated July 1. In this letter, you have indicated a correction needed on the documents we are submitting to you. Please know that we are changing **Waas Ales and Lagers, Inc.** to **Waas Enterprises, Inc.** by Articles of Amendment. I hope that these documents are now acceptable for you in this matter. Thank you for all of your help and promptness.

Sincerely,

A handwritten signature in black ink, appearing to be 'Clyde W. Davis', written over the typed name.

Clyde W. Davis

CWD:mcb
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO THE

ARTICLES OF INCORPORATION OF

98 JUL -9 AM 11:29

WAAS ALES AND LAGERS, INC.

Document Number: P95000074385

The undersigned, being the President of WAAS ALES AND LAGERS, INC Number:P95000074385, being duly authorized by vote of the stockholders and directors, hereby adopts and acknowledges the following Articles of Amendment to the Articles of Incorporation of WAAS ALES AND LAGERS, INC as unanimously approved and adopted by the stockholders of the corporation on the 19th day of June, 1998, at 10:00 o'clock a.m., at 20 So. 5th Street, Fernandina Beach, Florida, 32034.

Article I - NAME, of the Articles of Incorporation of WAAS ALES AND LAGERS, INC is hereby amended to read:

ARTICLE I - NAME

The name of the Corporation is WAAS ENTERPRISES, INC. The mailing address is: . 223 No. 4th Street, Fernandina Beach, FL 32034.

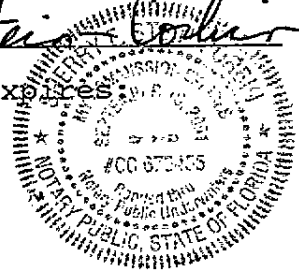
IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment and caused the seal of the corporation to be affixed thereto, on this 19th day of June, 1998.

By [Signature]
Its President

STATE OF FLORIDA)
COUNTY OF NASSAU)

Before me, the undersigned authority, personally appeared Joseph D. Waas, to me well known and known to be the person described as President of WAAS ALES AND LAGERS, INC or who has produced FL D/L W900-484-60-221-0, as identification, and who executed and caused the corporate seal to be affixed to the foregoing Articles of Amendment, and acknowledged before me that he executed the same for the purposes therein expressed and subscribed to these articles on the 19th day of June, 1998, and the same was his authorized act on behalf of the corporation.

[Signature]
NOTARY PUBLIC,
My Commission expires



DIRECTORS RESOLUTION CHANGING THE NAME OF THE CORPORATION
FROM WAAS ALES AND LAGERS, INCORPORATED, TO
WAAS ENTERPRISES, INC.

The following change of name and proposed amendment to the articles of incorporation of WAAS ALES AND LAGERS, INC is adopted by the Board of Directors and same is to be submitted to the shareholders entitled to vote thereon at a special meeting to be held at 20 So. 5th Street, Fernandina Beach, Florida, on June 19, 1998, at 10 o'clock a.m. pursuant to the following resolution:

**A RESOLUTION CHANGING THE NAME OF THE CORPORATION
AND HAVING AN EFFECTIVE DATE**

A. Be it resolved that the name of the corporation is changed to WAAS ENTERPRISES, INC.;

B. Be it further resolved that the Articles of Incorporation are amended, consistent with the above, as follows:

ARTICLE I -- NAME

The name of the corporation is WAAS ENTERPRISES, INC. The mailing address is: 223 No. 4th Street, Fernandina Beach, FL 32034.

C. Be it further resolved, that the secretary of the corporation is hereby authorized and directed to give written notice, as required by law, to each shareholder entitled to vote thereon, that such amendment will be submitted to a vote at such meeting.

D. Be it further resolved, that the attached ARTICLES OF AMENDMENT are hereby adopted and the President of the Corporation is duly authorized to execute the same and, upon execution, a copy

shall be spread upon the minutes of the corporation together with this resolution, and the shareholder resolution of approval, with the originals transmitted to the Secretary of State in Tallahassee, Florida;

E. The amendments shall be effective upon acceptance and filing with the Division of Corporations, Office of the Secretary of State, Tallahassee, Florida.

Witness our hands and seals this 19 day of June, 1998.

WAAS ALES AND LAGERS, INCORPORATED

by: [Signature]
Its President

ATTEST: [Signature]
Its Secretary

SHAREHOLDERS RESOLUTION CHANGING THE CORPORATE NAME
OF WAAS ALES AND LAGERS, INCORPORATED TO
WAAS ENTERPRISES, INC.

Resolved, that after due notice to the stockholders and upon adoption, evidenced by the execution of this resolution by the stockholders of the corporation, and consistent with the resolution by the Board of Directors and the Articles of Amendment attached hereto and incorporated herein by reference, and upon the acceptance and filing of the documents with the Secretary of State, Division of Corporations, the articles of incorporation of WAAS ALES AND LAGERS, INC., a Florida corporation, are amended to change the name of the corporation to **WAAS ENTERPRISES, INC.**, according to the following amendment to the Articles of Incorporation:

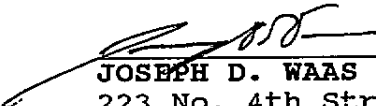
ARTICLE I - NAME

The name of the corporation is WAAS ENTERPRISES, INC. The mailing address is: 223 No. 4th Street, Fernandina Beach, FL 32034.

ADOPTED this 19 day of June, 1998.

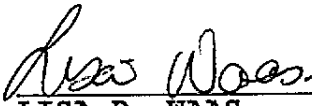
SHAREHOLDER
NAME and SIGNATURE

SHARE or % OWNERSHIP



JOSEPH D. WAAS
223 No. 4th Street
Fernandina Beach, FL
32034

50%



LISA B. WAAS
223 No. 4th Street
Fernandina Beach, FL
32034

50%