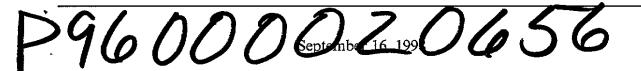
Lawrence & Tetreault, P.A.

F. Parker Lawrence Lori A. Tetreault

ATTORNEYS AT LAW 726 NORTHWEST 8TH AVENUE-Suite D GAINESVILLE, FLORIDA 32601

TELEPHONE (352) 373-4160 FACSIMILE (352) 371-3271



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

> Re: R. WARD ENTERPRISES, INC.

Dear Sir:

Enclosed is the original and a copy of the Articles of Amendment to Articles of Incorporation of R. Ward Enterprises, Inc. and this firm's check # 2/79 in the amount of \$35.00.

Please return the copy with the filing information to this office in the enclosed envelope.

Sincerely,

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

LAWRENCE & TETREAULT, P.A.

F. PARKER LAWRENCE

FPL/cd

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF R. WARD ENTERPRISES, 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:

FIRST: Amendment(s) adopted:

1. Article IV. of the Articles of Incorporation is hereby amended to increase the number of shares authorized from 1,000 to 2,000 shares.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

NOT APPLICABLE

THIRD: The date of adoption of this amendment is September 15, 1998.

FOURTH: Adoption of Amendment(s) (Check one)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

[] The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by Bond of Divertors

voting group

[]	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
[]	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Sig	med this 9th day of Scotember, 1998.
Signature _	Russell D. Ward - President
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer
	if adopted by the shareholders)
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