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BY UPS NEXT DAY AIR

Secretary of State Corporate Records Bureau 409 East Gaines Street Tallahassee, Fl. 32399

·09/05/97--01089--001 \*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Megawash Systems. Inc. -Articles of Amendment

Dear Sir:

Enclosed for filing is the original and a copy of the Articles of Amendment To The Articles Of Incorporation of Megawash Systems, Inc. and a check for \$35.00 to cover the filing fee.

Please file the Articles of Amendment To The Articles Of Incorporation of Megawash Systems, Inc. and return the copy marked to show the filing to the undersigned.

If you have any questions, please call me collect.

Thanks.

Sincerely,

Richard D. Baxter, Esq.

cc: Mr. Charles Wright

### **ARTICLES OF AMENDMENT**

#### TO THE ARTICLES OF INCORPORATION

OF

#### **MEGAWASH SYSTEMS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation, Megawash Systems, Inc., a corporation duly incorporated under the laws of the State of Florida on March 12, 1996 (the "Corporation"), adopts the following Articles Of Amendment To The Articles Of Incorporation Of the Corporation:

FIRST: Article V of the Articles of Incorporation of the Corporation is hereby deleted in its entirety and is replaced by the following new Article V:

#### "ARTICLE V

#### **Authorized Shares**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be ten thousand (10,000) shares of common stock having a par value of ten (\$0.10) cents per share.

Effective upon the filing of these Articles Of Amendment To The Articles of Incorporation of this Corporation, each issued and outstanding share of the forpar common stock of this Corporation shall be converted into one (1) share of the common stock of this corporation having a par value of ten (\$0.10) cents per share. Appropriate adjustments on the books of this Corporation shall be made."

**SECOND**: Article VI of the Articles of Incorporation of the Corporation is hereby deleted in its entirety and is replaced by the following new Article VI:

## "ARTICLE VII BOARD OF DIRECTORS

The business of this Corporation shall be managed by its Board of Directors. The initial Board of Directors shall consist of one member. The name and street address of the member of the first Board of Directors is:

# Charles Wright 5360 John Young Parkway South Orlando, Florida 32839

The member of the First Board of Directors shall hold office until his successor is elected and qualified as provided in the Bylaws of this Corporation. The number of Directors of this Corporation set forth in these Articles of Incorporation shall be the authorized number of Directors until that number is changed by or in accordance with the Bylaws of this Corporation."

**THIRD:** The following new Article VIII is added to the Articles of Incorporation of the Corporation following Article VII:

# "ARTICLE VIII INDEMNIFICATION

This Corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter, including, but not limited to, Section 607.0850 of the Florida Statutes."

**FOURTH**: The foregoing amendments were approved and adopted by the signed consent in writing of Charles Wright, the sole Shareholder of the Corporation, on September 3, 1997.

IN WITNESS WHEREOF, I, the undersigned, being the President and Secretary of Megawash Systems, Inc. have executed these Articles of Amendment To The Article Of Incorporation of the Corporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 3rd day of September, 1997.

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Charles Wright, President

Charles Wright, Secretary

STATE OF FLORIDA ) SS COUNTY OF ORANGE

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Charles Wright, as the President and Secretary of Megawash Systems, Inc. (who is personally known to me), to me known to be the person described in and who executed the foregoing Articles Of Amendment To The Articles Of Incorporation Of Megawash Systems, Inc. and he acknowledged before me he executed the same for the purposes stated therein.

Witness my hand and official seal in the County and State last aforesaid this 3'rd day of September, 1997.

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RICHARD DAVID BAXTER My Comm Ev. 3/11/00 Bonded By Service Ins. No. CC538849 Personally Known [] Other L.D.