

P 960000 25400

Deborah R. Waks

Attorney at Law

Dadeland Towers North
9200 S. Dadeland Boulevard
Suite 700
Miami, Florida 33156
(305) 670-6000
(305) 670-6068 Facsimile

FILED
98 AUG 10 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 6, 1998

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

Re: Munro and Munro Enterprises, Inc.

700002611897--9
-08/10/98--01085--014
*****35.00 *****35.00

To Whom It May Concern:

Enclosed please find a check for \$35.00 made payable to the Department of State representing the filing fee for the enclosed Articles of Amendment. The Amendment changes the corporate address and the registered agent. Thus, the Certificate for the Registered Agent is also enclosed. Any correspondence should be directed to the above address and phone number.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

Deborah R. Waks
Deborah R. Waks

DRW/idi

AMEND
TRB
8/12/98

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Munro & Munro Enterprises, Inc.

(present name)

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: *(indicate article number(s) being amended, added or deleted)*

Article II: Principal Office and Mailing Address shall be amended to read:
The address of the principal office and the mailing address of the Corporation
is at 7205 Corporate Center Drive, Miami, Florida 33126.

Article VII: Registered Agent and Registered Agent's Office shall be amended to
read: The registered agent of the corporation shall be Deborah R. Waks, Esquire
and the registered agent's office location is 9200 S. Dadeland Blvd., Suite 700,
Miami, Florida 33156.

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:

FILED
98 AUG 10 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: February 16, 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 on the amendment(s):*

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

Signed this _____ day of July, 19 98.

Signature _____

L. Munro
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

LORIN L. MUNRO

Typed or printed name

PRESIDENT

Title

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT
UPON WHOM SERVICE OF PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

ACKNOWLEDGEMENT:

Having been named to accept service of process for Munro &
Munro Enterprises, Inc., at the place designated in the Articles
of Amendment to the Articles of Incorporation of Munro & Munro
Enterprises, Inc. dated July , 1998, I hereby accept to act in
this capacity, and agree to comply with the provisions of all
statutes relative to the proper and complete performance of my
duties. I am familiar with the obligations of this position and
agree to accept the obligations of this position.

BY Deborah R. Adams
Resident Agent

DATE _____