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TRANSMITTAL LETTER

300002275783--2 -08/25/97--01053--011 *****35.00 *****35.00

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

SUBJECT: Live Oak Consulting Group, Inc.

I enclose an original and 1 copy of the Articles of Amendment to the Articles of Incorporation for the above corporation and a check in the amount of \$35.00.

SIGNED: Dout K. Faulknen

From:

Dorothy Faulkner, President, Live Oak Consulting Group, Inc.
Name

P.O. Box 1917 Address

Valrico_

Florida

33595-1917

City

State

Zip

(813) 677-1811 Telephone Number

VS SFP 4 1997

Amend

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED
97 AUG 25 AH 8: 44

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Live Oak Consulting Group, Inc.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles if incorporation:

FIRST: Amendment (s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE IV (amended) - The corporation has elected to increase the aggregate number of shares which this Corporation shall have the authority to issue to 1,000,000 shares of \$1.00 par value stock from 1,000 shares of par value value stock effective July 1, 1997.

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

FOURTH: Adoption of Amendment(s) (CHECK ONE) The amendment(s) was/were approved by the shareholders. The number of votes X 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. Signature (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) Dorothy Faulkner Typed or printed name President_ Title

THIRD: The date of each amendment's adoption: July 01, 1997.