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SOBERING, WHITE & LUCZAK, P.A.  
ATTORNEYS AT LAW

201 SOUTH ORANGE AVENUE  
SUITE 1000  
ORLANDO, FLORIDA 32801

M. BRADLEY LUCZAK  
ROBERT B. WHITE, JR.

BARRY J. SOBERING  
OF COUNSEL

TELEPHONE (407) 425-4305  
TELECOPIER (407) 425-4304

CURTIS N. FLAJOLE  
SALLY R. MURRAY

April 17, 2000

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

Re: Simpson Training Center, Inc.

Dear Sir or Madam:

In reference to the above corporation, enclosed is an original Articles of Amendment to the Articles of Incorporation of the corporation.

Also enclosed is our firm check in the sum of \$43.75 which covers your fee for the filing of these Articles of Amendment and a certified copy.

Please return a certified copy of the Articles of Amendment to me once they have been filed.

Sincerely yours,

*Eileen M. Heasley*

Eileen M. Heasley, CLA  
Legal Assistant

FILED  
00 APR 20 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

/emh

Enclosures

Gave OK  
to add  
title  
SR

Amend  
Spayce  
5/2/00

FILED

00 APR 20 AM 10:35

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SIMPSON TRAINING CENTER, INC.**

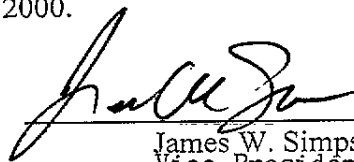
The undersigned hereby certifies that by unanimous written consent in lieu of a special joint meeting of board of the directors and shareholders of Simpson Training Center, Inc.(the "Corporation"), these Articles of Amendment to the Articles of Incorporation of the Corporation were unanimously adopted by all of the Directors and shareholders of the Corporation on April 7, 2000. The Corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to Florida Statutes, § 607.1006(1).

1. The name of the Corporation is Simpson Training Center, Inc.
2. The first sentence of Article IV of the Articles of Incorporation of the Corporation, was amended to hereafter read as follows:

"The maximum number of shares this Corporation is authorized to issue is 2,000 at a par value of \$1.00 per share, all of which shall be Common Shares"

3. The amendment does not provide for an exchange, re-classification or cancellation of issued shares.
4. The foregoing amendment to Articles of Incorporation was duly adopted by the unanimous written consent of all of the Board of Directors and shareholders of the Corporation on April 7, 2000. The unanimous approval of the Articles of Amendment by the shareholders constitutes sufficient votes cast for the approval of the amendment according to the By-laws of the Corporation

IN WITNESS WHEREOF, the undersigned Director of this Corporation has executed these Articles of Amendment on the 7th day of April, 2000.



James W. Simpson, Director,  
Vice President