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ATLAS GUARDIANSHIP SERVICES, INC.
1785 NE 162 STREET
NORTH MIAMI BEACH, FLORIDA 33162

May 19, 1997

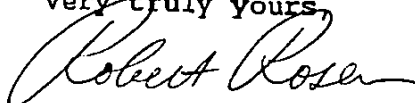
Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fla. 32314

RE: Atlas Statewide, Inc.

Ladies and Gentlemen:

Enclosed for filing are Articles of Amendment to the Articles of Incorporation of Atlas Statewide, Inc. along with my check in the amount of \$87.50 in payment of the fee for filing and a certified copy. Please send me a certified copy of the Articles of Amendment as soon as possible.

Very truly yours,


ROBERT ROSEN

JF/11

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*****87.50 *****87.50

57 MAY 22 AM 11:00
FBI MAY 29 1997

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
ATLAS STATEWIDE, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 22 AM 11:00

The undersigned President and Secretary acknowledges and files in the Office of the Secretary of State in the State of Florida, for the purpose of amending its Articles of Incorporation, in accordance with the laws of the State of Florida, these Articles of Amendment, as by law provided.

I.

The Name of this corporation is ATLAS STATEWIDE, INC.

II.

The corporation intends to change its name by amending Article I of its Articles of Incorporation as follows:

Article I. The name of this corporation shall be PRESERVATIONS PLEASE, INC.

III.

The amendment was adopted at a meeting duly called and held by the unanimous vote of all the outstanding shares of the corporation on the 10th day of May, 1997.

IV.

All other provisions of the Articles of Incorporation shall remain in full force and effect.

Dated this 20 day of May, 1997.

ATLAS STATEWIDE, INC.

BY: Robert Rosen

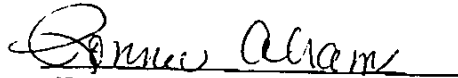
President and
Secretary

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, a Notary Public of the State of Florida, duly qualified and acting, personally appeared ROBERT ROSEN as President and Secretary of ATLAS STATEWIDE, INC., a corporation organized under the Laws of the State of Florida, to me well known to be the person who executed the foregoing instrument and he acknowledged that he executed the same for the purposes therein expressed as the act and deed of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 20 day of May, 1997.



Notary Public,
State of Florida

Print Name: Ronnee Abrams

Comm. No.: _____

Corp1355

