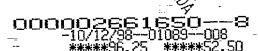


P9600059293 Sandy Creek Ostrich Ranch, Inc.

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 October 9, 1998



RE: Articles of Amendment

Dear Sir or Madam:

Enclosed, please find Articles of Amendment to Articles of Incorporation of Sandy Creek Ostrich Ranch, 6227 Highway 393, Crestview, FL 32539.

Also enclosed is our check for \$96.25. This includes \$35.00 for filing fee, \$52.50 for a certified copy and \$8.75 for a certificate of status.

If you could get this back to us ASAP it would be appreciated.

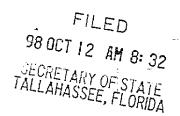
Very truly yours,

Les Lerner President

NC

VS OCT 1 4 1998

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



SANDY CREEK OSTRICH RANGH 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 1: CHANGE OF COMPORATE NAME TO:

SANDY CREEK CORPORATION

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:

| THIRD: | The date of each amendment's adoption: OCT 9-1998 |
|-----------|---|
| | : 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" |
| à | 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. |
| Signatur | Signed this 9 ^{tu} day of OCTOBER, 1998 |
| 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) |
| | LES LERNER Typed or printed name |
| | PRESIDENT/Director |