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CHILLINGWORTH & CONWAY, P.A.

ATTORNEYS AT LAW

SUITE 800

2090 PALM BEACH LAKES BLVD.

WEST PALM BEACH, FLORIDA 33409-6523

CHARLES C. CHILLINGWORTH
JEANNE O. CONWAY

TELEPHONE (561) 640-6000
TELEFAX (561) 640-9422

March 23, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

000002500110--8
-04/24/98--01099--003
*****87.50 *****87.50

Re: Articles of Amendment to Articles of Incorporation
GTB Company

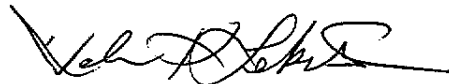
Gentlemen:

Enclosed are an original and one copy of Articles of Amendment to Articles of Incorporation for the above professional association. Also enclosed is our check in the amount of \$87.50 as follows:

Amendment Filing Fee	\$ 35.00
Certified Copy	<u>52.50</u>
Total	\$ 87.50

Please send us a certified copy of the Articles of Amendment when filed. Thank you for your cooperation and assistance.

Sincerely,



Helen K. Fekete
Legal Assistant

Enclosure

Amend.

VS APR 30 1998

FILED
98 APR 24 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles Of Amendment
To
Articles Of Incorporation**

FILED
98 APR 24 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, *Florida Statutes*, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

1. The name of the corporation is GTB Company.
2. The following amendments of the Articles of Incorporation were adopted by the corporation:

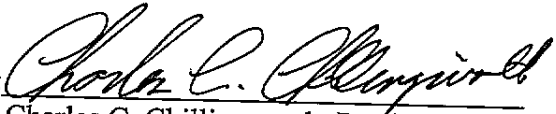
Article IV - Preferred and Common Stock

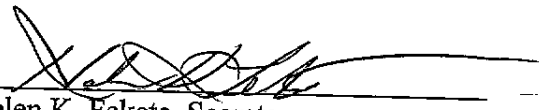
The corporation is authorized to issue up to one million (1,000,000) shares of preferred stock with a par value of Ten Dollars (\$10.00). Additionally, the corporation is authorized to issue up to one million (1,000,000) shares of common stock with a par value of none.

3. The effective date of these Articles of Amendment shall be as of April 17, 1998.
4. The foregoing Amendments were adopted by a majority of the shareholders of the corporation on April 17, 1998. The number of votes cast by the shareholders for the amendment was sufficient for approval.

Dated: April 17, 1998.

GTB Company

By: 
Charles C. Chillingworth, President

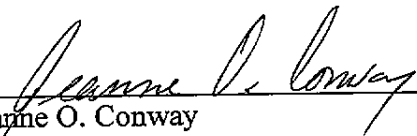
By: 
Helen K. Fekete, Secretary

**STATE OF FLORIDA
COUNTY OF PALM BEACH**

BEFORE ME, the undersigned authority, this day personally appeared Charles C. Chillingworth and Helen K. Fekete, personally known to me and known to me to be the individuals described in and who executed the foregoing Articles of Amendment to Articles of Incorporation as President and Secretary, respectively, of GTB Company, and who acknowledged before me that they executed the same for the purposes therein expressed.

CHILLINGWORTH & CONWAY, P.A.
2090 Palm Beach Lakes Blvd., Suite 800, West Palm Beach, Florida 33409-6523
Telephone (561) 640-6000 • Telefax (561) 640-9422

WITNESS my hand and official seal this 17th day of April, 1998.



Jeanne O. Conway
Notary Public

(SEAL)



Jeanne O. Conway
MY COMMISSION # CC 606359 EXPIRES
December 8, 2000
BONDED THRU TROY FARM INSURANCE, INC.