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Andrea M. Turnbull
Christine Y. Lawrence

GARY M. BERKSON, P.A.

Administrative Assistant
Sonia D. Espinosa

February 4, 1997

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

FILED
97 FEB 11 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-02/12/97--01002--009
*****35.00 *****35.00

RE: HARMONY FOREST, INC.

Dear Sir or Madam:

Enclosed for filing and return to this office is an original and one copy of the Articles of Amendment to the Articles of Incorporation of Harmony Forest, Inc. as well as our firm check number 1627 in the amount of \$35.00 in connection with this matter. Also enclosed is an address/stamped envelope for the return of a stamped copy of the Articles of Amendment.

Please contact us if you should require any additional information or if you have any questions regarding this matter. Thank you for your cooperation.

Sincerely,


GARY M. BERKSON

GMB/
cc: Harmony Forest, Inc.

Amend

VS FEB 18 1997

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
HARMONY FOREST, INC.**

FILED
97 FEB 11 PM 2:44
CLERK OF CIRCUIT COURT
JANUARY 29, 1997
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following amendment to its Articles of Incorporation:

1. The name of the corporation is HARMONY FOREST, INC.
2. The following amendments of the Articles of Incorporation were adopted by the stockholders and directors of the corporation on January 29, 1997 in the manner prescribed by the Florida General Corporation Act:
 - a. Article III is amended to read as follows:

Article III Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$.01 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.
 - b. Article VI is added as follows:

Article VI Business and Activities. This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.
 - c. Article VII is added as follows:

Article VII Term of Existence. This corporation shall have perpetual existence.
3. The amendments were approved by the shareholders by unanimous consent in accordance with applicable provisions of the Florida Business Corporation Act.

Dated: 1/29/97

HARMONY FOREST, INC.

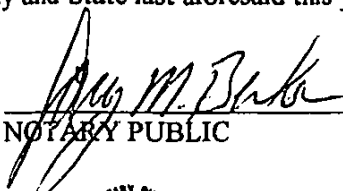
By: Amy Crawford
AMY CRAWFORD, President

By: Key Howard
KEY HOWARD, Secretary

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared AMY CRAWFORD and KEY HOWARD as President and Secretary, respectively, of HARMONY FOREST, INC, to me known, or who produced a Florida Driver's License, the person described in and who executed the foregoing document and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 29th day of January, 1997.



NOTARY PUBLIC



GARY M BERKSON
My Commission CC406297
Expires Sep. 03, 1998
Bonded by HAI
800-422-1555