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A PROFESSIONAL LIMITED LIABILITY COMPANY

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May 30, 1997

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-06/02/97--01147-010  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Articles of Amendment - Bills and Mills II, Inc.

Dear Sirs:

Enclosed please find one original and one conformed copy of Articles of Amendment to Articles of Incorporation for the above-referenced corporation, along with a check in the amount of \$35.00 to cover the filing fee. Please return the conformed copy to my attention after filing.

Very truly yours,

*William M. Wilcox*  
William M. Wilcox IV

WMWIV/gh

Enclosures

c: Mr. William B. Rhodes

FILED  
91 JUN -2 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*AM + NC*  
*DEC 6-12*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BILLS AND MILLS II, INC.**

**FILED**  
97 JUN -2 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

1. The text of the amendments adopted is as follows:

a. Article I is hereby deleted in its entirety and the following is substituted in its place and stead:

**"ARTICLE I**

The name of the Corporation is **BILLS II, INC.**"

b. Article V is hereby deleted in its entirety and the following is substituted in its place and stead:

**"ARTICLE V**

The street address of the principal office of this Corporation is 1340 Alafaya Trail, Oviedo, Florida 32765."

c. Article VI is hereby deleted in its entirety and the following is substituted in its place and stead:

**"ARTICLE VI**

The street address of the registered office of this Corporation is 2622 Lighthouse Bend Drive, Ponte Vedra Beach, Florida 32082, and the name of its registered agent at such address is William F. Caldwell. The registered office and registered agent of the Corporation may be changed from time to time upon notification to the proper authorities. The newly appointed registered agent of the Corporation, by his signature hereto, hereby accepts such appointment, and states that he is familiar with and accepts the obligations of his position as registered agent.

  
William F. Caldwell"

2. No exchange, reclassification or cancellation of issued shares will be effected in connection with these amendments.


3. These amendments were adopted on April 23, 1997.

4. The amendments were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

5. These Articles of Amendment are effective upon filing in the office of the Florida Secretary of State.

IN WITNESS WHEREOF, these Articles of Amendment are signed in the name of the Corporation by its authorized officer, this the 23rd day of April, 1997.

BILLS AND MILLS II, INC.

By:   
William B. Rhodes, President