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ACCOUNT NO. : 072100000032

REFERENCE : 233389 132254A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 23, 1997

ORDER TIME : 9:53 AM

ORDER NO. : 233389-005

CUSTOMER NO: 132254A

CUSTOMER: Sue Thomas, Legal Asst
Bronstein Carlson Gleim &
Suite 1100
150 Second Avenue, North
St. Petersburg, FL 33701

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*****35.00 *****35.00

FILED
97 JAN 23 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: THE DAB GROUP, INC.

EFFECTIVE DATE:

XXX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
96 JAN 23 AM 11:32
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

N. HENDRICKS JAN 23 1997

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT OF
THE DAB GROUP, INC.

FILED

97 JAN 23 PM 3:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, in accordance with the Florida Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the corporation is The DAB Group, Inc.
2. Article I of this corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

"ARTICLE I
NAME

The name of this corporation is Willow Pond Holdings, Inc."

3. This Amendment has been adopted by unanimous Written Action of all of the Directors and Shareholders of the Corporation on January 7, 1997.

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the corporation this 17th day of January, 1997.

The DAB Group, Inc.

By: 

H. Gene Gawthrop, President

(CORPORATE SEAL)