OOO095653 VANTAGE CAPITAL, INC. 10585 NW 57th Court

Coral Springs, FL 33076-2803 954 755-1259

August 4, 1998

Florida Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, Florida 32314

Dear Sir or Madam:

Our check in the amount of \$87.50 is enclosed to cover the fees for an amendment to our articles of incorporation and a certified copy of this amendment; two copies of the amendment are also enclosed. Thank you for your prompt consideration on this matter.

Very truly yours

Secretary-Treasure

ARTICLES OF AMENDMENT TO **ARTICLES OF INCORPORATION**

FILED 98 AUG 19 PM 2:09 SECRETARY OF STATE TALLAHASSEE, FLORIDA

VANTAGE CAPITAL, INC.

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)

Resolved: ARTICLE VI. - Officers and Directors shall be amended to read as follows:

"The stockholders have elected John L. Madden as President and Director and Jerry M. Syrop as Secretary-Treasurer and Director, at a Special Meeting held on February 24, 1998.

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: February 24, 1998.

Adoption of Amendment(s) (CHECK ONE)

JRIH: Adoption of Amendment(s) (CHECK UNE)
The amendment(s) was/were approved by the shareholders. The number 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" Voting group

shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the board of directors without

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 4 day of 700057, 19 98.
Signature U. Snow
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)
JERRY M. SYROP Typed or printed name
SECRETARY - TREASURER