)97000002161



ACCOUNT NO. :

072100000032

REFERENCE: 892741

9495A

AUTHORIZATION

COST LIMIT :

\$ 35.00

ORDER DATE: November 9, 2000

ORDER TIME : 10:15 AM

ORDER NO. : 892741-005

CUSTOMER NO:

9495A

800003458758--6

CUSTOMER:

Richard H. Maney, Esq

Maney & Gordon, P.a.

Suite 3170

101 East Kennedy Boulevard

Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME:

SCHREIBER & MEREDITH, INC.

EFFICTIVE DATE:

_ ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

Ameril + N.C

C. COULLIETTE NOV 17 2000

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER'S INITIALS:



November 9, 2000

CSC ATTN: JJ

TALLAHASSEE, FL

SUBJECT: SCHREIBER & MEREDITH, INC.

Ref. Number: P97000002161

We have received your document for SCHREIBER & MEREDITH, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The name and title of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

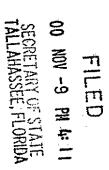
Cheryl Coulliette Document Specialist

Letter Number: 000A00058099



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

SCHREIBER & MEREDITH, 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)

ARTICLE I IS AMENDED TO READ AS FOLLOWS:

The name of this corporation shall be:

WILLY SCHREIBER ENTERPRISES, INC.

ARTICLE III IS AMENDED TO READ AS FOLLOWS:

The street address of the principal office of the Corporation is:

Willy Schreiber Enterprises, Inc. 2117 Sterling Glen Court Sun City Center, FL 33570

MANEY & GORDON, P.A. 101 E. KENNEDY BLVD. SUITE 3170 TAMPA, FL 33602

ARTICLE VI IS AMENDED TO READ AS FOLLOWS:

The board of directors shall consist of three members. The names and address of the persons who will serve on the board of directors are:

Name
Address

Willy Schreiber
2117 Sterling Glen Court
Sun City Center, FL 33570

Gertrude Schreiber
2117 Sterling Glen Court
Sun City Center, FL 33570

Cheryl Creason
105 7th Avenue NE
Ruskin, FL 33570

ARTICLE X IS AMENDED TO READ AS FOLLOWS:

The officers of the corporation shall be:

Title	Name	Address
President	Willy Schreiber	2117 Sterling Glen Court Sun City Center, FL 33573
Vice President	Gertrude Schreiber	2117 Sterling Glen Court Sun City Center, FL 33573
Secretary	Cheryl Creason	105 7 th Avenue NE Ruskin, FL 33570
Treasurer	Gertrude Schreiber	2117 Sterling Glen Court Sun City Center, FL 33573

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:

N/A

THIRD: The date of each amendment's adoption: The foregoing amendment was adopted this 31^{st} day of October 2000.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

Ń	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
0	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
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 31st day of October 2000.
Signatu (By the C	Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the