

P970000018856

HOWITT & ASSOCIATES, INC.  
ACCOUNTING & TAX SERVICE  
441 S STATE RD 7 # 15  
MARGATE, FL. 33068

MARCH 14, 1997

DIVISION OF CORPORATIONS  
AMENDMENT SECTION  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

600002116476--3  
-03/18/97--01091--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

DEAR SIR,

ENCLOSED IS AN AMENDMENT TO THE WE'RE ALL HEROS, INC.  
CORPORATION IN REFERENCE TO THE NUMBER OF DIRECTORS, AS WELL  
AS A CHECK FOR \$35.00 TO COVER THE FILING FEE.

PLEASE RETURN A COPY TO ME AT THE ABOVE ADDRESS SO THAT I MAY  
ADVISE MY CLIENT AND HAVE A COPY FOR THE RECORDS. SHOULD YOU  
HAVE ANY QUESTIONS, FEEL FREE TO CONTACT ME.

THANK YOU FOR YOUR ASSISTANCE,



STUART HOWITT

FILED  
97 MAR 18 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

97 MAR 18 PM 2:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDMENT NO. 1  
TO THE ARTICLES OF INCORPORATION OF  
WE'RE ALL HEROS, INC.

WE'RE ALL HEROS, INC. a Florida Corporation, under its corporate seal and the hands of its President, hereby certifies that:

Upon the proposal of the Board of Directors of the corporation, the following resolution was duly and unanimously adapted by the Board of Directors and by all holders of the outstanding shares of common stock of the corporation. being all holders of authorized and issued stock of the corporation, by written instrument dated Mar. 14, 1997, to wit.

Resolved that, effective on the date of filing with the Secretary of State, State of Florida, the Articles of Incorporation of WE'RE ALL HEROS, INC. which were approved and filed in the office of the Secretary of State, State of Florida, on Feb 28, 1997 be amended by striking Article VI of the Articles of Incorporation which presently reads as follows:

ARTICLE VI. DIRECTORS

This corporation shall have ONE director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial Director of this corporation are:

ERIC J KAPLAN  
% 441 S STATE RD 7  
MARGATE, FLORIDA 33068

And by substituting therefor the following:

ARTICLE VI. DIRECTORS

This corporation shall have two Directors. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the Directors of this corporation are:

ANITA KAPLAN  
% 441 S STATE RD 7  
MARGATE, FLORIDA 33068

AND

ELLEN KERNER  
% 441 S STATE RD 7  
MARGATE, FLORIDA 33068

IN WITNESS WHEREOF, said Corporation has caused the Amendment  
No. 1 to be signed in its name by its President this 14th day  
of March, 1997.

( Corporate Seal )

By Anita Kaplan  
ANITA KAPLAN PRESIDENT

Witness Julith J. Fall

STATE OF FLORIDA )

COUNTY OF BROWARD ) SS

I HEREBY CERTIFY, that on the 14th day of March, 1997, the  
foregoing Amendment No. 1 to the Articles of Incorporation of  
WE'RE ALL HEROS, INC. was acknowledged before me.



STUART HOWITT  
My Commission CC515201  
Expires Jan. 16, 2000

My Commission Expires:

[Signature]  
Notary Public

ANITA KAPLAN IS PERSONALLY KNOWN BY ME.

DUBROW  
DUKER &

ASSOCIATES, P.A.

P97 000018864

ACCOUNTANTS & FINANCIAL PLANNERS

2840 University Drive • Coral Springs, Florida 33065  
Telephone (954) 345-0323 • Facsimile (954) 341-9766

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: JGB And Associates, Inc.  
Incorporated: February 28, 1997

Gentlemen:

This is to advise you that the address for the above-referenced corporation has changed.  
The new address is:

JGB And Associates, Inc.  
10693 Wiles Road, #122  
Coral Springs, FL 33076

Please change your records to reflect this new address.

Thank you for your consideration in this matter.

Sincerely,

*Ronni Applegate*

Ronni Applegate  
Dubrow Duker & Associates, P.A.

LT  
7-20-97