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October 19, 1998

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

FILED  
98 OCT 21 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Amendment to Articles of Incorporation of Script  
International, Inc.

700002668937--5  
-10/21/98--01041--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir:

We enclose the referenced corporate instrument, in duplicate, together with our check in the amount of \$35.00 for your fee for filing and furnishing an acknowledgment copy to us.

Please advise us, in writing, of the approval and filing of this instrument and return the acknowledgment copy to the undersigned. Please advise us if you require anything further.

Thank you for your cooperation and assistance.

Sincerely,

  
H. LEON HOLBROOK, III

HLH, III/hrg  
Enclosure

cc: Script International, Inc.

Amend.  
10-26-98  
CC

**AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
SCRIPT INTERNATIONAL, INC.**

The Articles of Incorporation of Script International, Inc. are hereby amended so Article III shall hereafter read as follows:

"The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 Shares of Common Stock of par value of  
\$.10 per share.

Cumulative voting shall not be permitted.

The shareholders may, by By-Law provision or by written shareholders agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit."

This Amendment was adopted by the stockholders and directors on March 10, 1998. The Amendment was approved by a majority vote of all stockholders entitled to vote and the number of votes cast by the stockholders was sufficient for approval.

IN WITNESS WHEREOF, these Articles of Amendment have been executed on behalf of the corporation this 18 day of May, 1998.

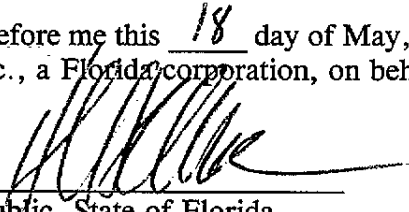
  
\_\_\_\_\_  
ROBERT S. JACKSON, President

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 18 day of May, 1998, by ROBERT S. JACKSON, President of Script International Inc., a Florida corporation, on behalf of the corporation.



H. LEON HOLBROOK, III  
Notary Public, State of Florida  
My comm. expires Mar. 13, 2001  
Comm. No. CC 610359

  
\_\_\_\_\_  
Notary Public, State of Florida  
Printed Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**MINUTES OF SPECIAL MEETING OF THE  
STOCKHOLDERS AND BOARD OF DIRECTORS OF  
SCRIPT INTERNATIONAL, INC.**

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A special meeting of the Board of Directors and Stockholders of this corporation was held at 10:00 a.m. on March 10, 1998 in the office of the corporation in Jacksonville, Florida.

The following Directors being all of the Directors of the corporation were present:

**ROBERT S. JACKSON**

**LAWRENCE B. KAYE**

**PAUL M. COOGAN**

**ALEXANDER A. SCHUESSLER, PHD**

**JOHN W. CASKEY, JR.**

The following stockholders being all of the stockholders of the corporation were present:

**ROBERT S. JACKSON**

**LAWRENCE B. KAYE**

**PAUL M. COOGAN**

**ALEXANDER A. SCHUESSLER, PHD**

**JOHN W. CASKEY, JR.**

The President acted as Chairman of the meeting.

The Chairman announced that the purpose of the stockholder meeting was to amend the Articles of Incorporation.

Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, that Article III of the Articles of Incorporation for Script International, Inc. shall be amended to hereafter read as follows:

"The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 Shares of Common Stock  
of par value of \$.10 per share.

Cumulative voting shall not be permitted.

The shareholders may, by By-Law provision or by written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit."

The President of the corporation is authorized and directed to execute and file the appropriate Articles of Amendment to the Articles of Incorporation to accomplish this effective on filing with the Secretary of State of Florida.

There being no further business to come before the meeting, the meeting thereupon adjourned.


  
LAWRENCE B. KAYE, Secretary

APPROVED:

  
ROBERT S. JACKSON, President

**WAIVER OF NOTICE**

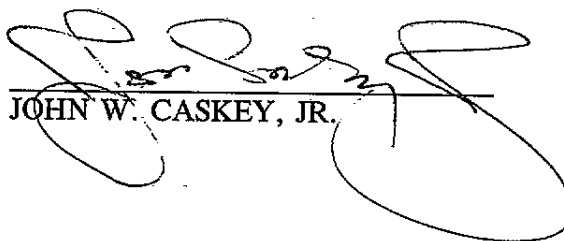
The undersigned, being all of the Directors and Stockholders of **SCRIPT INTERNATIONAL, INC.**, waive notice of the foregoing Special Meeting of the Board of Directors and Stockholders and consent to the holding of that meeting at the time and place specified.

  
ROBERT S. JACKSON

  
LAWRENCE B. KAYE

  
PAUL M. COOGAN

  
ALEXANDER A. SCHUESSLER, PHD

  
JOHN W. CASKEY, JR.