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May 13, 1997

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ALAN I. ARMOUR II
CRAIG S. BARNETT
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ELAINE JOHNSON JAMES
JEFFREY B. KAHN

DOMENICK R. LIOCE
NATHAN E. NASON
MARK A. PACHMAN
GREGORY L. SCOTT
JOHN WHITE II
THOMAS J. YEAGER

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: High, Wide & Handson, Inc. / Articles of Amendment 300002177493--7
Our File No. 5189/11010 -05/13/97--01110--020
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed herewith for filing is the original and one copy of Articles of Amendment for the referenced corporation changing its name to "High, Wide & Handsome, Inc.," as well as a check for \$35.00 representing filing fee.

Should you have any questions regarding the filing of the enclosed amendment, please call me directly at (561) 471-3520.

Thank you for your assistance.

Sincerely,

NASON, YEAGER, GERSON, WHITE &
LIOCE, P.A.

Georgina J. Pophan
Georgina J. Pophan
Legal Assistant

Enclosures: Amendment
Check
Envelope

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REC'D
SECRETARY OF STATE
MAY 13 AM 10:10
201 MAY 20 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 13 AM 10:10

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
HIGH, WIDE & HANDSON, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, High, Wide & Handson, Inc., a Florida corporation, hereby amends its Articles of Incorporation, as follows:

Effective April 8, 1997, Article I is hereby amended to read:

ARTICLE I

NAME

The name of this corporation shall be:

HIGH, WIDE & HANDSOME, INC."

Effective April 8, 1997, Article VII is hereby amended to read:

ARTICLE VII

DIRECTORS

The name and address of the individual who is to serve as the initial director of this Corporation is:

Name

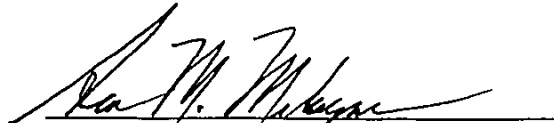
Sean Mehegan

Street Address

710 Executive Center Drive
Apartment #3-111
West Palm Beach, Florida 33401

The foregoing Amendment to the Articles of Incorporation of was approved and adopted by the Board of Directors and the sole Shareholder entitled to vote on April 8, 1997 in accordance with Section 607.1006, Florida Statutes.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Amendment this 8th day of April, 1997, pursuant to the approval and authority given by the Board of Directors and the Sole Shareholder at a meeting held on April 8, 1997.


Sean Mehegan, President