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343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

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-07/31/97--01099--010

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Oconn, Inc.
(Corporation Name) (Document #)
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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
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<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

97 JUL 31 PM 1:45
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1/31 *Jon Amend.*

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OCONN, INC.

FILED

97 JUL 31 PM 3: 59

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	Brian W. O'Connor
Secretary:	Brian W. O'Connor
Treasurer:	Brian W. O'Connor

whose addresses shall be the same as the principal address of the Corporation.

SECOND: Article 5 shall be amended to state:

President:	Brian W. O'Connor
Secretary:	Lorraine E. O'Connor

whose addresses shall be the same as the principal address of the Corporation.



THIRD: Article 6 of the Articles of Incorporation states Director(s) as:

Brian W. O'Connor

FOURTH: The Director(s) of the Corporation shall be changed to:

Brian W. O'Connor
Lorraine E. O'Connor

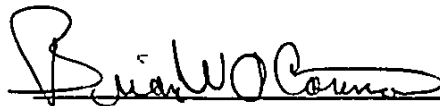
whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 22 July 1997.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 22 July 1997.



Brian W. O'Connor, Chairman of the Board of Directors

ARTAMEND.PRES



343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 - (800) 603-3900 - FACSIMILE (305) 447-8900
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479
<http://www.amerilawyer.com>