



THE UNITED STATES
CORPORATION
COMPANY

P97000082360

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97 OCT 21 AM 8:58

ACCOUNT NO. : 072100000032

REFERENCE : 530431 7136151

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizutto

ORDER DATE : September 15, 1997

ORDER TIME : 3:55 PM

ORDER NO. : 530431-015

CUSTOMER NO: 7136151

300002325193--4

Amend

CUSTOMER: Mr. Philip L. Dunn, Jr.
Mr. Philip L. Dunn, Jr.
Suite 17-e
1200 South Ocean Boulevard
Boca Raton, FL 33432

DOMESTIC AMENDMENT FILING

NAME: CLASS ACTION INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
97 OCT 21 PM 1:08
TALLAHASSEE, FLORIDA

97 OCT 21 PM 1:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLES I & IV of the Articles of Incorporation of
CLASS ACTION INC. shall be amended to read as follows:

ARTICLE I. NAME AND PRINCIPAL ADDRESS

The address of the principal office of this corporation
shall be 1200 South Ocean Boulevard - 17E, Boca Raton,
Florida 33432, and the mailing address of the corporation
shall be the same.

ARTICLE IV. REGISTERED AGENT

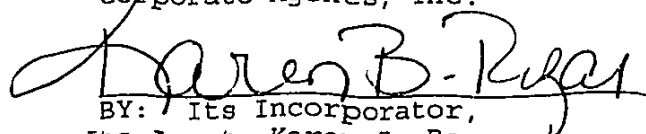
The street address of the initial registered office
of the corporation shall be 1200 South Ocean Boulevard - 17E,
Boca Raton, Florida 33432. The name of the registered agent shall
not be changed.

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 20th day of
October, 1997.

Corporate Agents, Inc.


BY: Its Incorporator,
Its Agent, Karen B. Rozar

DAS