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(305) 442-4333 FAX (305) 442-0464

September 9, 1998

Secretary of State Amendment Section 409 East Gaines Street Tallahassee, FL 32399 600002639866--3 -09/15/98--01002-022 *****35.00 ******35.00

Re: Area Enterprises, Inc.

Dear Sir/Madam:

Enclosed please find my office check no. \(\frac{160}{260} \) in the amount of \$35.00 for filing of the Articles of Amendment to Articles of Incorporation for the above referenced corporation.

If you have any questions, please contact me at my office.

Thank you,

Corey E. Hoffman Attorney at Law

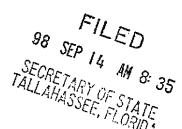
CEH\lf

Encls.

98 SEP 14 M 8: 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF AREA ENTERPRISES, INC.



Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation as follows:

	-						
FIRST:	AMENDMENT(S) ADOPT	ED:			t		
		acques A: reasurer/D		is :	resigning	as	
	c	orey E. Hoi	ffman is el	Lected	as Treasure	er.	
	F	rederic Ro	th has bec	ome a	Director.		
SECOND:		The date of each amendment's adoption: May 13, 1998					
THIRD:	ADOPTION OF EACH AMENDMENT (CHECK ONE)						
	The number of vo	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.					
**************************************	through voting g separately provi	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):					
					amendment pproval		
voting group							
/_	Directors withou	The amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required.					
	The amendment(s) without sharehold required.	was/were der action	adopted b and shareh	y the older	incorporate action was n	ors not	
Signed this day of September, 1998.							
			2				

Signature

orey E. Hoffman, Director, Secretary, Treasurer