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November 3, 1997

VIA UPS

Secretary of State
Amendment Division
409 East Gaines Street
Tallahassee, FL 32399

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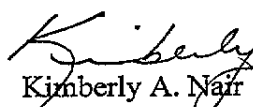
Re: Gulf Harbour Acquisitions Corp.

Dear Sir or Madame:

Enclosed for filing please find Articles of Amendment for the above-referenced corporation along with our check in the amount of \$35.00.

Please send acknowledgement of the change to my attention at facsimile (941) 436-2990. Should you have any questions please feel free to contact the undersigned.

Sincerely,


Kimberly A. Nair
Legal Assistant

/kan
Enclosures

FILED
97 NOV -3 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FILED NOV 10 1997

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GULF HARBOUR ACQUISITIONS CORP.

FILED
97 NOV -3 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

Article I. NAME is hereby amended to read as follows:

"The name of the corporation is Gulf Harbour Acquisitions Company."

SECOND: The date of the amendment's adoption is November 3, 1997.

THIRD: Adoption of Amendments

The amendment was approved by the sole shareholder in an action by written consent without a meeting. The number of votes cast for the amendment was sufficient for approval.

Signed this 3rd day of November, 1997.

GULF HARBOUR ACQUISITIONS COMPANY

By: 

James T. Bisson, Sr., President