P97000095651

AMENDMENT OF ARTICLES OF INCORPORATION FOR MORGAN ASSET MANAGEMENT COMPANY, INC.

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

300002610733--1 -08/07/98--01066--008 *****35.00 ******35.00

SUBJECT: MORGAN ASSET MANAGEMENT COMPANY, INC.

Article 5.

The corporation shall increase the number of shares of common stock that it shall have authority to issue from one million (1,000,000) shares to twenty-five million (25,000,000) shares. This shall represent an increase of twenty-four million (24,000,000) shares of common stock with par value of \$0.001.

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ADD DIN title

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT:

MORGAN ASSET MANAGEMENT COMPANY, INC.

Ref. Number: P97000095651

Enclosed is a request to amend the Articles of Incorporation for the above named corporation and a check for your filing fee in the amount of \$35.00.

FROM: Debora D. Morgan

10660 75th Street

Largo, Florida 33777

Daytime Phone Number: 727-548-9751



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 11, 1998

DEBORA D. MORGAN 10660 75TH STREET LARGO, FL 33777

SUBJECT: MORGAN ASSET MANAGEMENT COMPANY, INC.

Ref. Number: P97000095651

We have received your document for MORGAN ASSET MANAGEMENT COMPANY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 298A00041702

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Morgan Asset Management Company Inc.

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

The corporation shall have authority to issue twenty-five million (25,000,000) shares of common stock with par value

of \$0.001.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: T	the date of each amendment's adoption: April 1, 1998
	Adoption of Amendment(s) (CHECK ONE)
D.	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	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):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval byvoting group
A	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Si	gned this 15th day of August , 1998
Signature _	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Debora D. Morgan Typed or printed flame
	President DIRECTOR

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