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CONTACT: ~~YOLANDA A. FULLO~~

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NAME: M.C. BARROW MANAGEMENT CORPORATION

AUDIT NUMBER.....H98000014343

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..1

PAGES..... 2

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AMENDMENT TO
ARTICLES OF INCORPORATION OF
M.C. BARROW MANAGEMENT CORPORATION

Pursuant to Section 607.1006(1) of the Florida Statutes, the Articles of Incorporation of M.C. Barrow Management Corporation, a Florida corporation (the "Corporation"), are hereby amended as follows:

1. The name of the Corporation is M.C. Barrow Management Corporation.
2. Article I of the Articles of Incorporation of M.C. Barrow Management Corporation is hereby amended to read as follows:

ARTICLE I

The name of this Corporation is:

BarLim Management Corporation

3. The foregoing amendment was adopted on July 30, 1998, by an action by written consent of the shareholders of this Corporation as authorized by Sections 607.1003(6) and 607.0704 of the Florida Statutes.

4. The sole voting group entitled to vote on this amendment is comprised of the holders of common stock, and the number of votes cast for the amendment by such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed this Amendment to the Articles of Incorporation of M.C. Barrow Management Corporation this 30th day of JULY, 1998.

M.C. BARROW MANAGEMENT
CORPORATION, a Florida corporation

By: 

Charles G. Barrow, President

Craig E. Behrenfeld, Esq.
Fl. Bar No. 0964750
601 Bayshore Blvd., Suite 700
Tampa, FL 33606
(813) 253-2020

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STEPHANIE LYNN BARROW, as income
beneficiary of the Barrow Family Trust
Agreement of 1997, f/b/o Stephanie Lynn
Barrow

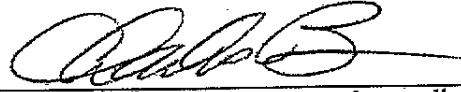
BY:



Charles G. Barrow, as natural guardian
for the minor child Stephanie Lynn
Barrow

ELIZABETH HANNAH BARROW, as
income beneficiary of the Barrow Family
Trust Agreement of 1997, f/b/o Elizabeth
Hannah Barrow

BY:



Charles G. Barrow, as natural guardian
for the minor child Elizabeth Hannah
Barrow

14/KLN/CORP/M.C. BARROW CORP-WCAOA

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