

BEACON FISHERIES, INC.

12643 Hidden Circle E
Jacksonville, FL 32225

P97000096758

June 28, 2000

Corporate Records Bureau
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32301

300003311663--0
-07/03/00--01105--015
*****35.00 *****35.00

Re: Beacon Fisheries, Inc.

Sir:

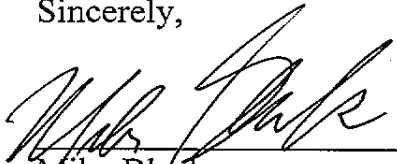
We are enclosing a copy of the minutes of our Board of Directors Meeting,
along with a copy of Articles of Amendment to Articles of Incorporation.

*returned
7/17/00*

Please change our corporation records to now reflect Mr. Mike Eddy as A
director and Secretary of the Corporation as indicated on the Amendment.

Our Check for \$35.00 is enclosed.

Sincerely,



Mike Black
President

FILED
00 JUL -3 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T. LEWIS JUL 17 2000

FILED
00 JUL -3 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

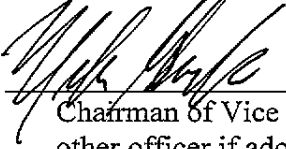
(present name)

The number of votes cast for the amendment(s) was/were sufficient for approval by _____.

(voting group)

(continued)

Signed this 28 day of June, 2000.

By  President
Chairman of Vice Chairman of the Board of Directors, President or
other officer if adopted by the shareholders)

Or

(A director or incorporator if adopted by the directors or incorporators)

Mike Black
(Typed or printed name)

President /Director
(Title)