P9700097174 BARNETT FUNDING CORPORATION

1713 SR 60 East Valrico, FL 33594 Phone (813) 655-1999 Fax (813) 655-1996

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

Re: Barnett Funding Corp FEIN 59-3477264 500004435295---8 -06/21/01--01058--013 *****78.75 *****78.75

To Whom It May Concern:

Please find attached Articles of Amendment to Articles of Incorporation to change the name of Barnett Funding Corp to M.S. Barnett Funding Corp. Please provide 5 certified copies of the amendment.

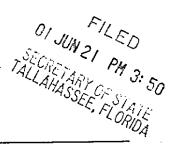
Michael Barnett

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Barnett	Funding	Co	rp.
	present name)		-

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)

Effective as of the below signed date the name of the Corporation formerly known as Barnett Funding Corp. shall be M.S. Barnett Funding Corp.

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	he date of each amendment's adoption: June 14, 2001			
	Adoption of Amendment(s) (CHECK ONE)			
	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				
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.			
Signed this 14 day of June , 2001				
Simon Alsalds				
Signature (By the Chairman of 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)				
	Michael Barnett Typed or printed name			
	President			
	Title			