



P97000102059

RECEIVED

ACCOUNT NO. : 072100000032
REFERENCE : 633521 150905A

AUTHORIZATION

COST LIMIT : \$ 35.00

Patricia Pyatt

ORDER DATE : December 12, 1997

ORDER TIME : 2:52 PM

ORDER NO. : 633521-005

100002371301--8

CUSTOMER NO: 150905A

CUSTOMER: John H. Eden, Iv, Esq
John H. Eden Iv, P.a.
P. O. Box 2755

Inverness, FL 344512755

DOMESTIC AMENDMENT FILING

NAME: HYDROSONICS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

FILED
98 JAN 30 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

547, name

W M R E - 2



John H. Eden IV, P.A.

Attorney at Law
General Law Practice

Respond To:

52 U.S. Hwy 41 South
P.O. Box 2755
Inverness, FL 34451-2755
(352) 726-1224
FAX (352) 726-5199

3835 N. Lecanto Hwy.
Beverly Hills, FL 34465
(352) 527-EDEN (3336)
FAX (352) 726-5199

January 30, 1998

Ms. Debbie Skipper
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

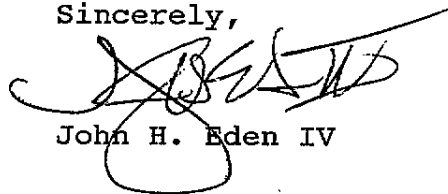
Re: Hydrosonic, Inc.

Dear Ms. Skipper:

Per our conversation, I have enclosed herewith an Amendment to the Articles of Incorporation of Hydrosonic, Inc., together with the original letter of December 15, 1997, from Division of Corporations.

If you need any further information regarding this matter, please do not hesitate to contact my office.

Sincerely,



John H. Eden IV

JHEIV/smg

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 15, 1997

CSC
DANIEL LEGGETT
TALLAHASSEE, FL

SUBJECT: HYDROSONIC, INC.
Ref. Number: P97000102059

RESUBMIT

Please give original
submission date as file date.

We have received your document for HYDROSONIC, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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: 797A00058883

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF

HYDROSONIC, INC.

FILED
98 JAN 30 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FL 32399-0001

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation:

1. The name of the corporation is **HYDROSONIC, INC.**
2. The Articles of Incorporation were filed on December 2, 1997.

3. ARTICLE IV is hereby amended as follows:

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1,000 shares of "Class A" voting common stock, having a par value of One Dollar (\$1.00) per share, and 1,000,000 shares of "Class B" non-voting common stock, having a par value of One Dollar (\$1.00) per share.

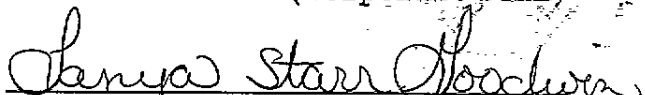
4. The Secretary of the corporation is hereby directed to transfer and issue new stock certificates and insure that the corporate book reflects the restructuring of issued shares in accordance with the foregoing paragraph.

5. This amendment was adopted on the 10th day of December, 1997, being duly approved by the by the directors and shareholders of the corporation in accordance with section 607.1006.

Dated this 11th day of December, 1997.

HYDROSONIC, INC.

(Corporate Seal)


TANYA STARR GOODWIN, Secretary
8 North Lochhaven Way
Inverness, FL 34450