William E. Bailey, Ph.D., J.D., CPCU

12 Breakwater Cove Chelsea, Massachusetts 02150

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NEW FILINGS Profit Not for Profit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS Annual Report Fictitious Name	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other V. SHEPARD NOV 1 5 1999
2E031(7/97)	Examiner's Initials

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION OF

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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)

Amendment to Article III:

To increase the number of authorized shares to 1,000,000.

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

August 27, 1999 **THIRD:** The date of each amendment's adoption:

FOURTH: Adoption of Amendment(s) (CHECK ONE)

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S. C.	,	n	@	The amendment(s) was/were app. oved 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 by"
				The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required; in accordance with Article IX.
				The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
		a.	·	gned this 27 day of August, 1999
		Signa	iture _	(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)
				William E. Bailey Typed or printed name
				Vice Chairman Titte
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