

KIRKPATRICK & LOCKHART LLP

MIAMI CENTER-20TH FLOOR
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-2399

TELEPHONE (305) 539-3300
FACSIMILE (305) 358-7095

GAYLE E. MILLER
(305) 539-3305

P97000107055

March 26, 1998

900002475728--7
-04/01/98--01067--010
*****87.50 *****87.50

VIA FEDERAL EXPRESS

Ms. Karen Beyer
Bureau Chief
Secretary of State of Florida/Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

Re: Arthurs' Paperhouse, Inc.

Dear Ms. Beyer:

Enclosed for filing with your office are Amended and Restated Articles of Incorporation, in duplicate, prepared for Arthurs' Paperhouse, Inc. Also enclosed is our check in the amount of \$87.50 in payment of filing fees and a certified copy of the Articles. Please return the Articles to me in the self-addressed Federal Express envelope enclosed.

Thank you for your cooperation with this matter.

Very truly yours,


Gayle E. Miller

GEM:edm

cc: Mr. George Michael Arthur, Sr.

FILED
98 MAR 27 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 MAR 27 AM 9:36
DIVISION OF CORPORATIONS

MI-58026.01

MAR 27 1998

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF ARTHURS' PAPERHOUSE, INC.
A FLORIDA CORPORATION**

FILED
98 MAR 27 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In accordance with the terms of Section 607.1006 of the Florida Business Corporation Act, **ARTHURS' PAPERHOUSE, INC.**, a Florida corporation, hereby adopts the following amendment to its Articles of Incorporation:

Article I is hereby amended to read as follows:

ARTICLE I
NAME

The name of the Corporation is **ARTHURS' PAPER, INC.**

The foregoing amendment to the Articles of Incorporation of the Corporation was adopted by means of a Written Consent of the Sole Director of the Corporation named in its Articles of Incorporation dated December 19, 1997, prior to the issuance of shares in accordance with the terms of Section 607.1002 of the Florida Business Corporation Act.

ARTHURS' PAPERHOUSE, INC.,
a Florida corporation

By: George Michael Arthur Sr.
George Michael Arthur, Sr., President/Director

Date: March 25, 1998