

BLANK ROMÉ COMISKY & MCCAULEY LLP

Counselors at Law

Direct Dial Phone:

P98000005379

Pennsylvania
New Jersey
Delaware
Maryland
Washington, DC
Florida

January 27, 1998

VIA FEDERAL EXPRESS
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399
(904)-488-9000

400002421304--9
-02/04/98--01067--002
*****43.75 *****43.75

Re: Group Direct Holdings, Inc.
Document Number P98000005379

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of an Amendment to Articles of Incorporation with respect to the above-referenced corporation. Also enclosed is our check in the amount of \$43.75 for filing the Amendment. Please send me a certificate of status indicating that the name change has been made.

If you have any questions or comments, please feel free to call this office collect. Thank you for your assistance with this matter.

Sincerely,

R. C. Stanton

ROGER C. STANTON

Enclosures

98 FEB -4 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

CM
P98000005379
2-4-98
NC+Amend
2p

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GROUP DIRECT HOLDINGS, INC.**

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: Amendments adopted:

1. Article I is amended in its entirety as follows:

ARTICLE I

The name of the corporation is Tanglers Holdings, Inc. (the "Corporation").

2. Article V is amended in its entirety as follows:

ARTICLE V

Every shareholder, upon the issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others. Cumulative voting shall not be permitted.

3. Article VIII is amended in its entirety as follows:

ARTICLE VIII

<u>NAME</u>	<u>ADDRESS</u>
James E. Brady Director, President, Treasurer, Secretary	1191 East Newport Center Drive, Suite 101 Deerfield Beach, Florida 33442
Timothy S. Wakefield Executive Vice President	890 Oak Drive Melbourne, Florida

98 FEB -19 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

SECOND: The date of the amendments is January 27, 1998.

THIRD: The amendments were approved by the shareholders. The number of votes cast were sufficient for approval.

Signed this 28th day of January, 1998.

By: _____

JAMES E. BRADY, President