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September 23, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
98 SEP 25 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Equityline Holdings, Inc.

Dear Sir:

500002648995-0
-09/25/98--01059--003
*****87.50 *****87.50

Enclosed please find the following:

- a) Original Amendment to Articles of Incorporation of Equityline Holdings, Inc.;
- b) Copy of Directors and Shareholders Minute of Action;
- c) Copy of Waiver of Notice of Meeting;
- d) Trust account check, in the amount of \$87.50.

I would appreciate it that once you file the Amendment to Articles of Incorporation, that you send to me a certified copy of the Amendment.

Thank you for your prompt attention to the foregoing.

Very truly yours,

Gerald R. Pumphrey
GERALD R. PUMPHREY

GRP:jp
Encs.
cc: Client
Equity.6

VS OCT 2 1998

N/C

AMENDMENT TO ARTICLES OF INCORPORATION
OF
EQUITYLINE HOLDINGS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

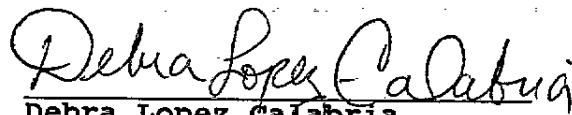
The undersigned hereby petitions the Secretary of State for approval to amend the Articles of Incorporation which were originally filed on the 30th day of January, 1998, pursuant to the laws of the State of Florida, Chapter 607.

NAME

The name of this corporation shall be changed to **Walker Holdings, Inc.**

The foregoing Amendment was adopted by the unanimous vote of the Directors and Shareholders of the corporation on May 28, 1998.

IN WITNESS WHEREOF, the Board of Directors and Shareholders of the corporation have hereunto set their hands and seals on the 13th day of August, 1998, for the purpose of amending the Articles of Incorporation.

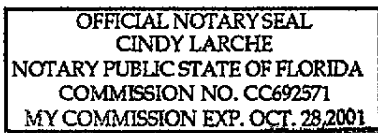

Debra Lopez Calabria
President/Secretary/
Director/Shareholder

State of Florida
County of Palm Beach

The foregoing instrument was acknowledged before me, this 13 day of August, 1998 by Debra Lopez Calabria, who is personally known to me, or has produced

_____ (type of identification) as identification.

WITNESS my hand and official seal in the County and State last
aforesaid this 13 day of August, 1998.



(Seal)

Cindy Larche
Notary Public
My Commission Expires: 10/28/01

Cindy N. Larche
Printed Name of Notary