

JEFFREY B. LAMPERT
ATTORNEY AT LAW
THE ESPLANADE AT ROYAL PALM PLAZA
590 ROYAL PALM BEACH BOULEVARD
ROYAL PALM BEACH, FLORIDA 33411

November 7, 1998

TELEPHONE: (561) 333-0188
TELECOPIER: (561) 333-0588

Division of Corporations
Secretary of State of the State of Florida
Post Office Box 6327
Tallahassee, FL 32314

500002683095-5

11/09/98-01057-004
*****87.50 *****43.75

Re: Amendment to Articles of Incorporation
of Treasure Coast Kubota, Inc.
a Florida for profit corporation

Dear Sir or Madam:

Please find enclosed Articles of Amendment to the Articles of Incorporation for Treasure Coast Kubota, Inc., together with a copy of same to be date stamped and returned to my office in the SSAE enclosed for that purpose.

Also enclosed are the following fees:

 \$35.00 for the filing fee, only

 X \$87.50 for the filing fee and preparation and return
of a certified copy of the articles

Enclosed is a SSAE for return of the date-stamped copy.

Please do not hesitate to contact me should you have any questions; otherwise, I will thank you in advance for your assistance and cooperation in this matter.

Very truly yours,


JEFFREY B. LAMPERT

JBL/ip
Encl.

*Amend
11-12-98
DMS*

P98000017996

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 NOV -9 AM 10:14

FILED

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TREASURE COAST KUBOTA, INC.

FILED
98 NOV -9 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 Florida Statutes, this Florida for profit corporation adopts the following Articles of Amendment to its Articles of Incorporations:

FIRST: That Article IV. REGISTERED AGENT shall be and is hereby amended to read as follows:

Article IV. CORPORATE OFFICES AND REGISTERED AGENT

The office of the corporation shall be at 15838 Orange Avenue, Ft. Pierce, FL 34945. The registered agent of the corporation shall be James MeHaffey, 15838 Orange Avenue, Ft. Pierce, FL 34945. shall be the President and the Secretary. Jack Childs, 15838 Orange Avenue, Ft. Pierce, FL 34945 shall be the Vice-President.

SECOND: That the date of the Amendment of Article IV of the Articles of Incorporation was August 1, 1998.

THIRD: That Article VI. Directors shall be and is hereby amended to read as follows:


Article VI. DIRECTORS AND OFFICERS

This corporation shall have one (1) Director. The name and address of the Director shall be James MeHaffey, 15838 Orange Avenue, Ft. Pierce, FL 34945. The corporation shall have a President, Vice-President and Secretary. James MeHaffey, 15838 Orange Avenue, Ft. Pierce, FL 34945 shall be the President and the Secretary. Jack Childs, 15838 Orange Avenue, Ft. Pierce, FL 34945 shall be the Vice-President.

FOURTH: That the date of the Amendment of Article VI of the Articles of Incorporation was August 1, 1998.

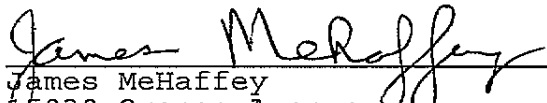
THIRD That the amendments of the Articles of Incorporation set forth above was adopted by the Board of Directors without shareholder action, and shareholder action was not required.

Dated on this the 28 day of October, 1998.


JAMES McHAFFEY
Director

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for TREASURE COAST KUBOTA, INC., I hereby accept appointment as registered agent of TREASURE COAST KUBOTA, INC. and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


James McHaffey
15838 Orange Avenue
Ft. Pierce, FL 34945