



THE UNITED STATES
CORPORATION
COMPANY

P98000049028

ACCOUNT NO. : 072100000032

REFERENCE : 899029

11839A

AUTHORIZATION

Patricia Piggott

COST LIMIT : \$ 35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 21 PM 2:51

FILED

ORDER DATE : July 21, 1998

ORDER TIME : 2:13 PM

ORDER NO. : 899029-005

CUSTOMER NO: 11839A

CUSTOMER: Robert R. Crittenden, Esq
Crittenden & Crittenden, P.a.
103 Avenue A, Northwest

Winter Haven, FL 33881

*None
Change
Amend*

800002594558--7

DOMESTIC AMENDMENT FILING

NAME: BILL DAVIES & ASSOCIATES, INC.

EFFECTIVE DATE: _

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

DIVISION OF CORPORATIONS

98 JUL 21 PM 2:37

RECEIVED

7/22/98

ARTICLES OF AMENDMENT

STOCKHOLDERS AND DIRECTORS OF
BILL DAVIES & ASSOCIATES, INC.'S
WRITTEN CONSENT TO AMENDMENT OF
ARTICLES OF INCORPORATION

The undersigned, being all of the directors and all of the stockholders of BILL DAVIES & ASSOCIATES, INC., a Florida corporation, entitled to vote with respect thereto, and in the case of the stockholders, being each the holder of the number and class of shares set forth opposite their names below, hereby consent to, authorize, and adopt the following amendment to the Articles of Incorporation of BILL DAVIES & ASSOCIATES, INC., chartered on June 2, 1998, as Charter Number P98000049028, as follows, to-wit:

ARTICLE I of the Certificate of Incorporation of BILL DAVIES & ASSOCIATES, INC., as filed in the Office of the Secretary of State on or about June 2, 1998, be and the same is hereby further amended to read as follows:

"ARTICLE I

The name of this corporation shall be:

WD & ASSOCIATES, INC."

The Certificate of Incorporation of BILL DAVIES & ASSOCIATES, INC., be and the same is hereby further amended so as to change the name of said corporation in all places from BILL DAVIES & ASSOCIATES, INC., to WD & ASSOCIATES, Inc., by which name said corporation shall hereafter be known.

FILED
JUL 21 PM 2:51
TALLAHASSEE, FLORIDA
98

<u>NAME OF STOCKHOLDER</u>	<u>SIGNATURE</u>	<u>NO. OF SHARES OF COMMON STOCK HELD</u>	<u>DATE OF SIGNATURE</u>
Bill Davies	<u>Bill Davies</u>	250	<u>07/15/98</u>
Katheryn C. Davies	<u>Katheryn C. Davies</u>	250	<u>07/15/98</u>

<u>NAME OF DIRECTOR</u>	<u>SIGNATURE</u>	<u>DATE OF SIGNATURE</u>
Bill Davies	<u>Bill Davies</u>	<u>07/15/98</u>
Katheryn C. Davies	<u>Katheryn C. Davies</u>	<u>07/15/98</u>

EXECUTED on behalf of the abovestated corporation by its
President, Bill Davies, this 15th day of July, 1998.

WD & ASSOCIATES, INC.

By Bill Davies
Bill Davies, President

ATTEST:

Katheryn C. Davies
Katheryn C. Davies,
Secretary-Treasurer

STATE OF FLORIDA:

COUNTY OF POLK:

The foregoing instrument was acknowledged before me this
15th day of July, 1998, by BILL DAVIES and KATHRYN C. DAVIES, as
President and Secretary, respectively, of WD & ASSOCIATES, INC.,
a Florida corporation, on behalf of said corporation.

Notary Public

Peggy L. Thompson

