

June 25, 1998

P98000051755

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Amendment to Articles of Incorporation to change the President, Director and Registered Agent of PEQUOT ENTERPRISES, INC.

Also find enclosed a check made payable to the Secretary of State towards the fee for same.

Your assistance in changing the President and Registered Agent, as amended is much appreciated.

Upon validation kindly return all documents to

Paralegal Associates
6878 W. Atlantic Blvd.
Margate, Florida 33063.

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-06/29/98--01059--016

*****35.00 *****35.00

Kindly call at 1-954-698-6385 and speak with Mr. Fazal Khan if there is a question or problem.

Respectfully,



LEWIS G. MARTIN

P98000051755
on 4 pg
amend
7/23/98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 23 AM 9:31

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 13, 1998

PARALEGAL ASSOCIATES
6878 W. ATLANTIC BLVD.
MARGATE, FL 33063

SUBJECT: PEQUOT ENTERPRISES, INC.
Ref. Number: P98000051755

We have received your document for PEQUOT ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 298A00037163

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PEQUOT ENTERPRISES, INC.

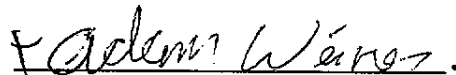
Pursuant to the provisions of Florida Statute Section 607.1006, the above named Corporation adopts the following articles of amendment to its articles of incorporations:

FIRST: Amendment adopted:

RESOLVED that **LEWIS G. MARTIN**, shall no longer be an officer of this Corporation, in any capacity whatsoever;

RESOLVED that **ADAM WEINER**, shall be the President, Registered agent and Director of this Corporation, effective immediately.

I, **ADAM WEINER**, declare I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company.


ADAM WEINER

SECOND: No shares of **PEQUOT ENTERPRISES, INC.**, have been issued.

THIRD: The date of each amendment's adoption is 06/24/1998.

98 JUL 23 AM 9:39
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOURTH: The foregoing Amendment was adopted by the unanimous consent of the incorporators without Shareholder action and Shareholder action was not required.

This action was taken on June 24th, 1998.

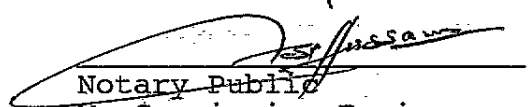
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Amendment to Articles of Incorporation of **PEQUOT ENTERPRISES, INC.** this 25th day of June, 1998.



LEWIS G. MARTIN
Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this day of June 25th 1998, by LEWIS G. MARTIN, as Incorporator of **PEQUOT ENTERPRISES, INC.**, a Florida corporation, on behalf of the corporation. He has produced his Florida Driver's License as identification and did not take an oath.



Notary Public
My Commission Expires



ASIF HUSSAIN
My Comm Exp. 12/08/2000
Bonded By Service Ins
No. CC606130

[] Personally Known Other