

**PATTERSON, ESKIN
& BALL**

ATTORNEYS AND COUNSELORS AT LAW

NEAL C. PATTERSON, JR., P.A.
HAROLD S. ESKIN, P.A.
DIXIE LEE BALL, P.A.

P98000054134

January 21, 1999

STATE OF FLORIDA
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

200002753792--5
-01/25/99-01120--008
*****43.75 *****43.75

Re: Amendment of Articles of Incorporation
EYE-Q OPTICAL, INC. / J. & D. INC. OF SOUTHWEST FLORIDA

Dear Sirs:

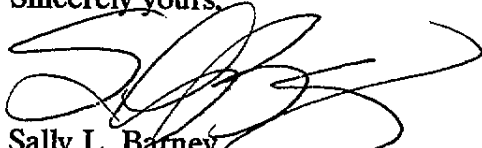
Enclosed is an original and one copy of the Articles of Amendment for EYE-Q OPTICAL, INC., together with a check in the amount of \$43.57 for the following expenses:

\$ 35.00 - Filing fee
8.75 - Certified copy fee

Please return a certified copy of the Articles of Amendment to this office.

Thank you for your cooperation. If you have any questions, please contact me.

Sincerely yours,


Sally L. Barney
Secretary to DIXIE LEE BALL
Enclosures: as stated

FILED
99 JAN 25 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name change
1/28-99

FILED

99 JAN 25 PM 2:35

ARTICLES OF AMENDMENT OF

EYE-Q OPTICAL, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of EYE-Q OPTICAL, INC. shall be amended as follows:

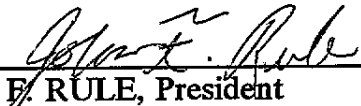
ARTICLE I. NAME

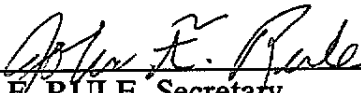
The name of the corporation shall be:

J. & D. INC. OF SOUTHWEST FLORIDA

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was duly adopted by unanimous vote of the Directors and Shareholders of the Corporation at a meeting on January 14, 1999.



JOHN F. RULE, President


JOHN F. RULE, Secretary

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was sworn to and subscribed before me this 14 day of January, 1999 by JOHN F. RULE, who is personally known to me or who has produced his driver's license as identification.


Notary Public (print name)

My Commission Expires:

