P98000054579 HUNTER BEST CORP

603 E ATLANTIC AVENUE POMPANO BEACH, FL 33060

TEL: (561) 722-0648

FAX: (561) 272-0973

MAY 26, 2001

DIVISION OF CORPORATIONS SECRETARY OF STATE FLORIDA DEPARTMENT OF STATE 409 EAST GAINED STREET TALLAHASSEE, FL 32399

<u>500004367625--8</u> -08/06/01--01055--016 *****105.00 ******35.00

Enclosed please find our check in the amount of \$105.00 to cover filing fees as follows:

Change of Registered Agent and Registered Office

= \$35.00

Resignation of Sonya Ottens as President & Director

= \$35.00

Resignation of Helene Ottens as Director

= \$35.00

We are also including an amendment to the Original Articles of Incorporation designating the new Board of Directors.

lease contact us at your earliest convenience if you require additional information.

We thank you in advance for your attention to this matter.

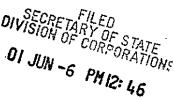
Sincerely,

Eric Ottens

Secretary/Treasurer

Amend.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation edopt the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended. added or deleted)

ARTICLE VII - Board & Directors

Shareholders unanimously elected new Board of Directors as follows:

Patricia L. Carlson - President / Director

Thomas Baetsen - Vice President / Director

Exic Ottens - Sec / Treasurer - Director.

Previous Directors resigned concurrent with date of new Directors and Officers. (Effective May 26, 2061)

If an amendment provides for an exchange, reclassification or cancellation of issued

stares, provisions for implementing the amendment if not contained in the amendment itself, are as

SECOND:

follows:

. THIRD:	The date of each amendment's adoption: MAY 26, 2001.
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
>	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
ξ	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vot separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
	voting group
Ţ	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
(The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 26 day of MHY , 200 .
Signati	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Enic Ottews Typed or printed name
	Secretary - Treasurer. Title