P98000063671

1-22-2001

Please send this years annual Report

form to me (and OR) an ammendment form

for the annual Report: to GERRIE HEDRICK

7378 W. ATLANTIC BLVD, # 136, MARGATE

FL 33063. Im praying this pageth check

Coveres that as well as the Copies &

Jee's Thank you.

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Amendment
01-25-01
DC

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



SOUTH ATLANTIC INVESTMENT CORP.

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

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

ARTICLE IV - CAPITOL STOCK BEING AMENDED TO:

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,500 SHARES OF ONE (1.00) DOLLAR PER VALUE COMMON STOCK, TO THE SHAREHOLDERS, AMONG 3, ANTHONY BRENGMAN, 500 SHARES, GERRIE HEDRICK, 500 SHARES, AND RONALD HEDRICK, 500 SHARES, SHARES.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

(BEING AMENDED)
ARTICLE VII - MAILING ADDRESS;
7378 W. ATLANTIC BLUD, # 136
MARGATE, FL 33063

(BEING AMENDED)

ARTICLE VIII - BOARD OF DIRECTORS AND OFFICERS:

RONALD HEDRICK - DIRECTOR
GEERIE HEDRICK - DIRECTOR
RONALD HEDRICK - PRESIDENT
GERRIE HEDRICK - SECRETARY
GERRIE HEDRICK - TREASURER
ANTHONY BRENGMAN - VICE PRESIDENT

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THIRD:	The date of each amendment's adoption: JULY 29, 1998
FOURTH	: 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.
	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 vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by"
_	
L	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.
Signatu	Signed this 19th day of JANUARY , 200/. DIRECTOR SECRETARY TREASURER (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)
	GERRIE HEDRICK Typed or printed name
	DIRECTOR
	SECRETARY-TREASURER