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January 11, 2000

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Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

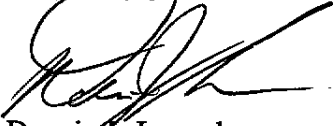
Re: ANTIQUE WAREHOUSE & AUCTION CO.

Gentlemen:

Enclosed please find the original and one copy of Articles of Amendment for the above, along with a check in the amount of \$35.00, to cover the filing fee.

Thank you for your assistance.

Very truly yours,


Dennis J. Lumsden

FILED
00 JAN 18 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
-of the-
ARTICLES OF INCORPORATION
-of-
ANTIQUÉ WAREHOUSE & AUCTION CO.**

The undersigned, being the President and Secretary of **ANTIQUÉ WAREHOUSE & AUCTION CO.**, hereby certify that:

1. The name of the Corporation is **ANTIQUÉ WAREHOUSE & AUCTION CO.**

2. The manner in which this Amendment to the Articles of Incorporation was authorized, was by the Unanimous Written Consent of the Board of Directors of the Corporation, which Consent was effective January 20, 2000, followed by the Written Consent of the holder of all of the issued and outstanding shares of the Corporation, which Consent was effective January 20, 2000.

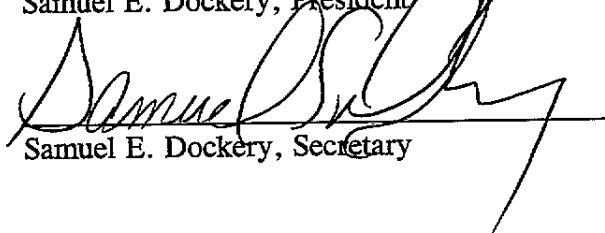
3. The Articles of Incorporation of **ANTIQUÉ WAREHOUSE & AUCTION CO.** are hereby amended as authorized by Section 607.1001 of the Florida Business Corporation Act, to change the name of the Corporation to **AUCTION, INC.** In order to accomplish this change, Article I of the Articles of Incorporation is hereby amended to read in its entirety as follows:

"ARTICLE I - NAME

The name of this corporation is **AUCTION, INC.**"

IN WITNESS WHEREOF, we have executed this Certificate this 20th day of January, 2000.


Samuel E. Dockery, President


Samuel E. Dockery, Secretary

FILED
00 JAN 20 PM 12:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA