

P98000087543

INDIAN RIVER KAI, INC.

3815 North U.S. Highway 1, Suite 117
Cocoa, Florida 32926

September 13, 1999

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-09/20/99--01105--007
*****35.00 *****35.00

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

RE: AMENDMENTS RELATING TO INDIAN RIVER KAI, INC.,
Document No. P98000087543, RELATIVE TO NEW DIRECTORS
AND OFFICERS; CHANGE OF CORPORATE ADDRESS

Dear Sir or Madam:

Enclosed is a Secretary's Certificate certifying copies of Written Actions taken by the Board of Directors and by the Shareholders of Indian River Kai, Inc. We request your records be updated with these changes as soon as possible. Our check in the amount of \$35.00 is enclosed in payment of your record amendment fee.

Thank you for your assistance.

Very truly yours,

Charles Halgren, President

Amend
9-24-99
BHS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP 20 PM 2:21

FILED

Enclosures

AMENDMENT TO ARTICLES OF INCORPORATION
INDIAN RIVER KAI, INC.
SECRETARY'S CERTIFICATE

FILED
99 SEP 20 PM 2:21
TALLAHASSEE, FLORIDA

The undersigned hereby certifies that he is the duly elected, qualified and acting Secretary of INDIAN RIVER KAI, INC., a Florida corporation (the "Corporation"), and hereby further certifies to the Secretary of State of the State of Florida certifying to, on behalf of the Corporation, as follows:

(a) Attached hereto as Exhibit A is a true, complete and correct copy of resolutions duly adopted by the directors and shareholders of the Corporation, which resolutions have not been amended, modified or rescinded since the date of adoption thereof, are in full force and effect on the date hereof and are the only resolutions that have been adopted by the directors and shareholders of the Corporation with respect to the subject matter thereof;

(b) Set forth below are the names and titles of the duly elected, qualified and acting officers of the Corporation, each such person holds the office set forth opposite his or her name, and the signatures appearing opposite the respective names of those officers are genuine signatures of such officers:

<u>Name</u>	<u>Title</u>
Barbara Dickes Anderson	President
Gina Keeley	Secretary/Treasurer

(c) Each person who, as an officer of the Corporation, signed any of the agreements, instruments or documents in connection with any of the matters which are the subject of the resolutions attached hereto was, at the respective times of such signing and the delivery thereof, duly elected, qualified and acting as such officer.

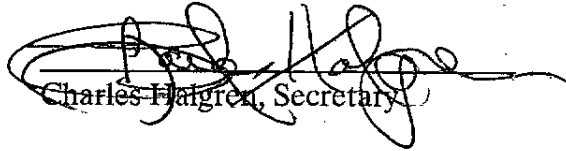
(d) Set forth below are the names and titles of the duly elected, qualified and acting directors of the Corporation, and the signatures appearing opposite the respective names of those officers are genuine signatures of such officers

<u>Name</u>	<u>Title</u>
William Ryan Anderson	Director

(e) Each person who, as a director of the Corporation, signed any of the agreements, instruments or documents in connection with any of the matters which are the subject of the resolutions attached hereto was, at the respective times of such signing and the delivery thereof, duly elected, qualified and acting as such director.

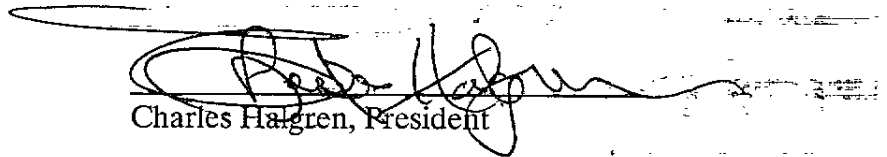
(f) The principal office of the corporation has been changed to: 3815 North U.S. Highway 1, Suite 117, Cocoa, Florida 32926.

IN WITNESS WHEREOF, the undersigned has executed this Secretary's Certificate
as of the 13th day of September 1999.



Charles Halgren, Secretary

The undersigned hereby certifies that he is the duly elected, qualified and acting
President of the Corporation, and hereby further certifies that he is the duly elected, qualified
and acting Secretary of the Corporation and that the above signature is her genuine signature.



Charles Halgren, President

WRITTEN CONSENT IN LIEU OF MEETING
BOARD OF DIRECTORS OF
INDIAN RIVER KAL, INC.

The undersigned, being the sole Director of the above named Corporation entitled to vote, hereby takes the following actions by written consent in lieu of a Special Meeting of the Board of Directors:

RESOLVED, the following were duly nominated, and a vote having been taken, were unanimously elected officers of the corporation to serve for one year and until their successors are elected and shall qualify:

President	Barbara Dickes Anderson
Secretary/Treasurer	Gina Keeley

FURTHER RESOLVED, that the address of the principal office of the corporation shall be changed to:

3815 North U.S. Highway 1, Suite 117
Cocoa, Florida 32926

FURTHER RESOLVED, that the resignation of Charles Halgren as an officer and director of this corporation, effective September 13, 1999, be and it hereby is accepted.

FURTHER RESOLVED, that all actions taken on behalf of this Corporation by the Officers and Directors in connection with the foregoing resolutions by and the same are hereby ratified and confirmed in all respects.

DATED: September 13, 1999.

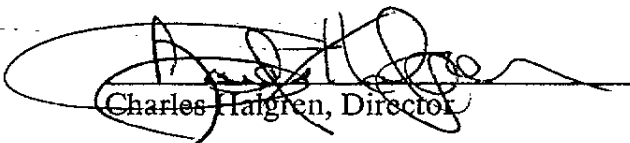

Charles Halgren, Director

EXHIBIT A

WRITTEN CONSENT IN LIEU OF MEETING
SHAREHOLDERS OF
INDIAN RIVER KAL, INC.

The undersigned, being the sole Shareholder of the above-named Corporation entitled to vote, hereby take the following actions by written consent in lieu of a Special Meeting of the Shareholders:

BE IT RESOLVED that the following were duly nominated, and a vote having been taken, were unanimously elected directors of the corporation to serve for one year and until their successors are elected and shall qualify:

William Ryan Anderson

FURTHER RESOLVED, that the address of the principal office of the corporation shall be changed to:

3815 North U.S. Highway 1, Suite 117
Cocoa, Florida 32926

FURTHER RESOLVED, that the resignation of Charles Halgren as an officer and director of this corporation, effective September 13, 1999, be and it hereby is accepted.

FURTHER RESOLVED, that all actions taken on behalf of this Corporation by the Shareholders in connection with the foregoing resolutions by and the same are hereby ratified and confirmed in all respects.

DATED: September 13, 1999


Charles Halgren, Sole Shareholder

The undersigned hereby certify that the foregoing has been transmitted to all shareholders of record who have not consented in writing to the above noted action.


Charles Halgren, Sole Shareholder