

P98000087546
SHUTTS & BOWEN LLP

ATTORNEYS AND COUNSELLORS AT LAW
(A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS)

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October 23, 1998

Via Federal Express

Secretary of State
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32301

100002672441--8

-10/26/98--01090--010

*****43.75 *****43.75

Re: Platt Business Products, Inc.

Ladies and Gentlemen:

Enclosed are an original and one copy of Articles of Amendment for the above referenced corporation, along with a check payable to the Florida Department of State in the amount of \$43.75 representing payment of the following:

Filing Fee	\$35.00
Certified Copy	\$ 8.75
Total	\$43.75

Please return the certified copy to the attention of the undersigned.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

SHUTTS & BOWEN LLP

Patricia A. Cote

Patricia A. Cote, CLA
Legal Assistant to
George I. Platt, III

Enclosures

cc: George I. Platt, III, Esq.
MIA95 256904.1 - PAC

FILED
98 OCT 26 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

OCT 29 1998

TL

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
PLATT BUSINESS PRODUCTS, INC.**

FILED
98 OCT 26 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts these Articles of Amendment to the Articles of Incorporation of the Corporation:

1. The name of the corporation is PLATT BUSINESS PRODUCTS, INC.
2. At a duly called and constituted meeting of all of the shareholders and directors of Platt Business Products, Inc. held on October 16, 1998 in Boca Raton, Florida, it was unanimously agreed that Article III of its Articles of Incorporation be amended and restated in its entirety, as follows:

ARTICLE III - PURPOSE

The sole purpose of the Corporation will be the operation of an Amway distributorship. No other business may be conducted by the Corporation. It may engage in any legal act relating to that sole purpose.

3. These Articles of Amendment have been unanimously approved by the written consent of all of the shareholders and directors of the Corporation.

Dated: October 16, 1998

PLATT BUSINESS PRODUCTS, INC., a Florida corporation

By: _____

George I. Platt, Secretary

**UNANIMOUS WRITTEN CONSENT OF THE
SHAREHOLDERS AND BOARD OF DIRECTORS OF
PLATT BUSINESS PRODUCTS, INC.
IN LIEU OF HOLDING A SPECIAL MEETING**

The undersigned being the Shareholders and members of the Board of Directors of PLATT BUSINESS PRODUCTS, INC., a Florida corporation (the "Corporation"), hereby make the following written statement in lieu of holding a special meeting, pursuant to the terms of Section 607.0704, Florida Statutes:

WHEREAS, the Shareholders and members of the Board of Directors believe it to be in the best interest of this Corporation, the following resolution is hereby unanimously adopted by the written consent of the Shareholders and Directors:

RESOLVED, that Article III of the Articles of Incorporation of PLATT BUSINESS PRODUCTS, INC. is hereby amended to read as follows:

"ARTICLE III - PURPOSE


The sole purpose of the Corporation will be the operation of an Amway distributorship. No other business may be conducted by the Corporation. I may engage in any legal act relating to that sole purpose."

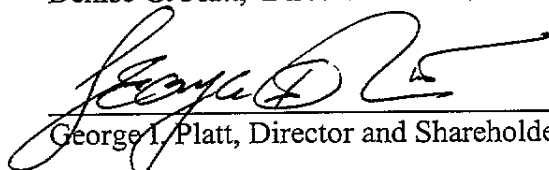
FURTHER RESOLVED, that the officers of the Corporation are hereby authorized and directed to execute and file any and all documents necessary to implement the foregoing resolution.

This consent may be signed in counterparts, each of which will be considered an original and all of which shall constitute the same document. This consent shall be effective when a signed copy has been transmitted to the Corporation by telecopier or otherwise.

Dated as of this 16th day of October, 1998.


Fidencio deLeon Platt, Director and Shareholder


Denise G. Platt, Director and Shareholder


George I. Platt, Director and Shareholder