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Naples, FL 34102
(941) 261-1637

Indian River County
5151 No. A1A, Ste. 115A
N. Hutchinson Island
Fort Pierce, FL 34949

February 11, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

000002775720--2

-02/15/99-01118-021

*****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation of Bright Line, Inc.
Document Number P98000102780.

To Whom it May Concern:

Enclosed herein please find Articles of Amendment to Articles of Incorporation of Bright Line, Inc., together with a certified copy of the Articles of Incorporation and a Murphy & Roig, P.A. Account Check #4163 in the amount of \$35.00 made payable to the Department of State.

Please send confirmation to the address indicated above that this corporation has changed its name from Bright Line, Inc. to Briteline, Inc.. I have enclosed a self-addressed, stamped enveloped herein for your convenience.

Thank you for your anticipated cooperation in this matter. If after your receipt and review of this correspondence you have any questions, or if I can be of any further assistance, please do not hesitate to contact me.

Very truly yours,

P. J. Murphy
PATRICK J. MURPHY

PJM/shr
Enclosures

FILED
FEB 15 PM 2:43
CLERK OF STATE
TALLAHASSEE, FLORIDA

CM
P98000102780
398
2-15-99

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Briteline, Inc.

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)

Document Number P98000102780

Please changed name of corporation from Bright Line, Inc.
to Briteline, Inc.

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TALLAHASSEE, FLORIDA

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:

THIRD: The date of each amendment's adoption: February 9, 1999

FOURTH: Adoption of Amendment(s) (check one)

_____ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment was 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
s u f f i c i e n t f o r a p p r o v a l b y

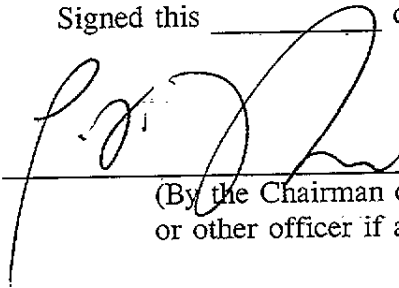
_____ "
voting group

_____ The amendment(s) was/were adopted by the board of directors without
shareholder action and shareholder action was not required.

 X The amendment was adopted by the incorporators without shareholder
action and shareholder action was not required.

Signed this _____ day of _____, 19_____.

Signature



(By the 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 and incorporator if adopted by the incorporators)

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TALLAHASSEE, FLORIDA

Typed or printed name

Title

EIN #: 65-0899445