

P 98000107930

Barbara's Personal Services, Inc.
PARALEGAL & SECRETARIAL
SUITE 2A
152 8th AVENUE S.W.
LARGO, FLORIDA 33770-3613

WILLS & TYPING
BANKRUPTCY & DIVORCE
INCORPORATIONS

FILED
99 MAY 26 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE 727 559-8505
FACSIMILE 585-9184

April 19, 1999

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

TRANSMITTAL LETTER

SUBJECT: Amendment of Articles to :

WILL PAGE XLIII, INC.

The above named corporation wishes to:

1. Change its DIRECTOR from Todd Freitag to:
ROBERT D. MANNS

900002887039--3
-05/26/99--01057--007
*****35.00, *****35.00

Enclosed is an original and one (1) copy of the amendment to articles of incorporation and a check for thirty five dollars (\$35) for Filing Fee.

FROM: Barbara S. Hicks
152 8th Avenue, S.W., Suite 2A
Largo, Florida 33770-3613
(727) 559-8505

Sincerely,



Barbara S. Hicks

Amend
6-7-99
BHS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WILL PAGE XLIII, INC.

FILED

99 MAY 26 PM 2:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

**ARTICLE V
INCORPORATORS**

This article provides that Todd Freitag was the incorporating officer and the designated Director.

Amendment: Change the Director from Todd Freitag

TO: **ROBERT D. MANNS**

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: *N/A*

THIRD: The date of each amendment's adoption: **April 19, 1999**

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

_____ The amendments 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 _____."

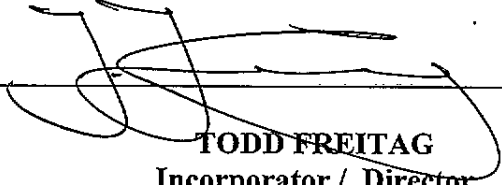
VOTING GROUP

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

X **The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.**

Signed this 19th day of April, 1999.

Signature _____


TODD FREITAG
Incorporator / Director