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BROWNING, SIRECI, GULLER & KLITENICK, P.A.

ATTORNEYS AT LAW
402 APPELROUTH LANE
KEY WEST, FLORIDA 33040
TELEPHONE: 305.293.8888
FACSIMILE: 305.294.1144
E-MAIL: info@bsgk.com
WEBSITE: www.bsgk.com

MICHAEL L. BROWNING
THOMAS J. SIRECI, JR.
CHARLENE GULLER BROWNING*
RICHARD M. KLITENICK
SHAWN D. SMITH
ERIN H. LARABEE

*ALSO ADMITTED IN MASSACHUSETTS

Of Counsel

HAROLD E. WOLFE, JR., P.A.†
FLORIDA BAR BOARD CERTIFIED ESTATE
PLANNING AND PROBATE ATTORNEY
AND TAX ATTORNEY
RICE & ROBINSON, P.A.
BANKRUPTCY/CREDITOR'S RIGHTS

†ALSO ADMITTED IN ALABAMA & GEORGIA

May 14, 1999

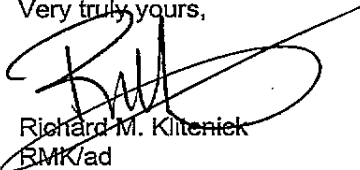
FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: K & E WORLDWIDE ENTERPRISES COMPANY
Doc. No. P99000009861

Dear Sirs:

Enclosed please find a copy of the Directors' and Shareholders' Resolution whereby the name of the corporation changed to "Kingbird Corporation" and check in the amount of \$35.00 for the corresponding filing fees.

Very truly yours,


Richard M. Klitenick
RMK/ad
Enclosures as stated

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TALLAHASSEE, FLORIDA

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BROWNING, EDEN, SIRECI, GULLER & KLITENICK, P.A.

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NATHAN E. EDEN
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June 4, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Karen Gibson, Corporate Specialist

**RE: K & E Worldwide Enterprises Company
Document No. P99000009861**

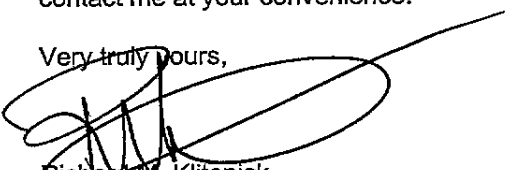
Dear Sirs:

We refer to your letter dated May 24, 1999, a copy of which is enclosed herewith for your ease of reference.

Pursuant to your request, enclosed please find the Articles of Amendment to the Articles of Incorporation for the above-mentioned corporation together with a Resolution of the Shareholders and Directors.

Please record the Amended Articles as soon as possible. Should you require further information, please contact me at your convenience.

Very truly yours,


Richard M. Klitenick
RMK/ad
Enclosures as stated

cc: Client
Michael L. Browning



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 24, 1999

RICHARD M. KLITENICK
BROWNING, SIRECI, GULLER & KLITENICK, P.A.
402 APPELROUTH LANE
KEY WEST, FL 33040

SUBJECT: K & E WORLDWIDE ENTERPRISES COMPANY
Ref. Number: P99000009861

We have received your document for K & E WORLDWIDE ENTERPRISES COMPANY and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

Please entitle your document Articles of Amendment.

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 899A00028517

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

K & E WORLDWIDE ENTERPRISES COMPANY

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: The following Amendment was adopted:

ARTICLE I: NAME

The name of the corporation is **KINGBIRD CORPORATION**.

SECOND: The date of the Amendment's adoption is May 13, 1999.

THIRD: The amendment was unanimously approved by all the Shareholders and Directors.

Signed this 4 day of June, 1999.



Edward Ohlson
President & Secretary

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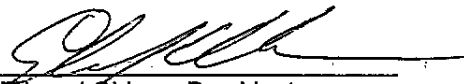
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TALLAHASSEE, FLORIDA

RESOLUTION

A special meeting of the directors and shareholders of K & E WORLDWIDE ENTERPRISES COMPANY was held on the 13th day of May, 1999. Present were Edward Ohlson and Kristine A. Ohlson. Accordingly, all the shareholders, directors and officers of the corporation were represented at the meeting.

The line of business was the change of the name of the corporation to "Kingbird Corporation". Pursuant to a motion duly made, seconded and unanimously carried, it was resolved that the Articles of Incorporation shall be amended to reflect the new name of the corporation to be "Kingbird Corporation".

Also, the line of business was the change of the principal office address of the corporation to 2 Kingbird Lane, Key West, Florida 33040. Pursuant to a motion duly made, seconded and unanimously carried, it was resolved that the Articles of Incorporation shall be amended to reflect the new principal office address of the corporation to be "2 Kingbird Lane, Key West, Florida 33040".


Edward Ohlson, President