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MB

MIKE BURNS

Attorney at Law

103 West Intendencia Street • Pensacola, Florida 32501 • (850) 438-3335 • Fax (850) 438-1128

January 13, 2000

The Honorable Katherine Harris  
Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

FILED  
00 JAN 18 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Amendment to Articles of Incorporation for: Edwards Enterprise Wholesale, Inc.  
5501 N. Pensacola Blvd.  
Pensacola, Florida 32505

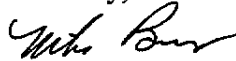
Dear Secretary Harris:

500003101926--1  
-01/19/00--01007--006  
\*\*\*\*35.00 \*\*\*\*35.00

Please see the attached amendments to the Articles of Incorporation for Edwards Enterprise Wholesale, Inc.. Mr. Edwards is changing his corporate name to Edwards Wholesale, Inc. as reflected in the adopted amendment. Enclosed is a check for \$35.00 for the filing fee.

If your office has any questions, please contact me in my office.

Sincerely,



Mike Burns  
Attorney at Law

NC  
1-27-00  
PMS

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

Edwards Enterprise Wholesale, Inc.

(present name)

*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)*

(1) Name Change: Edwards Wholesale, Inc.

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**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: January 13, 2000

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

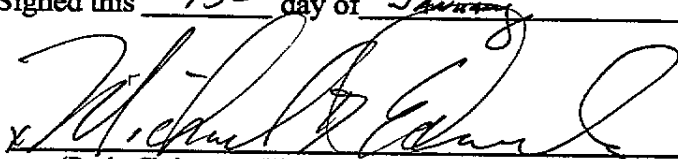
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 13<sup>th</sup> day of January, 19 2000.

Signature



(By the Chairman or Vice 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 an incorporator if adopted by the incorporators)

Michael D. Edwards

Typed or printed name

Chairman / President

Title

**HOWELL & HAFERKAMP, L.C.**

COUNSELLORS AT LAW

PATENTS, TRADEMARKS, COPYRIGHTS, UNFAIR COMPETITION

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December 8, 1999

**VIA FACSIMILE (850) 438-1128**

Mike Burns, Esq.  
103 West Intendencia Street  
Pensacola, FL 32501

Re: Unauthorized Use of Enterprise Rent-A-Car Company's  
Trademarks and Service Marks by Mike Edwards and  
Edwards Enterprice Wholesale, Inc.  
Our Ref: 1017-1559

Mike:

This letter is to confirm the terms of your client's settlement offer. We wanted to put into a single writing the terms you have proposed. It is our understanding that both Mr. Edwards and Edward's Enterprice Wholesale, Inc. ("Edwards") will:

- 1) Permanently cease all use of the word "Enterprise" or any confusingly similar mark (including Enterprice) in connection with Edwards' business including but not limited to signage, display, advertising and any promotional material;
- 2) permanently cease all use of the stand-alone letter "e" or any confusingly similar mark in connection with Edwards' business including but not limited to signage, display, advertising and any promotional material; and
- 3) permanently cease the use of the color green from all decoration and displays at Edwards' place of business, including buildings, fences and flags etc.

Edwards will complete all of the above by January 15, 2000. In consideration for Edwards completing the above, Enterprise Rent-A-Car Company will agree to not file the complaint that was previously mailed to Edwards. If the above terms accurately set forth the agreement, please indicate such by signing below and having your client sign below, both individually and as a representative of Edwards

Mike Burns, Esq.  
December 8, 1999  
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Enterprise Wholesale, Inc., and return the signed copies of this letter via facsimile and U.S. mail.

Sincerely,

  
Anthony Simon

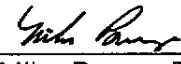
AGS/kh  
Enclosure (duplicate copy of this letter)  
cc: Raymond T. Wagner, Jr.  
Enterprise Rent-A-Car Company

ACCEPTED:   
Mike Edwards

Date: 1-13-2000

ACCEPTED:   
Edwards Enterprise Whole, Inc.

Date: 1-13-2000

ACCEPTED:   
Mike Burns, Esq., Attorney for Mike Edwards and Edwards Enterprise Wholesale, Inc.

Date: 1-13-2000