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January 19, 2000

SCOTT W. DUNLAP*
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MARC J. SOSS††
THOMAS M. TUCKER

*BOARD CERTIFIED - REAL ESTATE
†ALSO LICENSED IN MICHIGAN
††ALSO LICENSED IN CONNECTICUT
& RHODE ISLAND

4117-5

Bureau of Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-01/21/00-01080-001
*****35.00 *****35.00

Re: UNITED FAMILY BUYERS GROUP, INC.

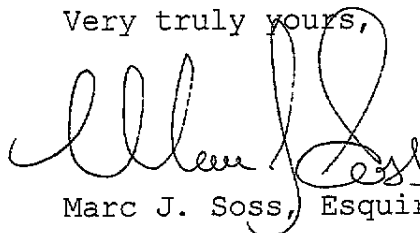
Dear Sir/Madam:

Enclosed please find an original and duplicate copy of Articles of Amendment to the Articles of Incorporation for the above-referenced corporation.

In addition, **enclosed** is a check in the amount of \$35.00 made payable to the "Secretary of State" to cover the filing fee. We would appreciate your returning to us the copy of the filed Articles of Amendment.

If you have any questions or comments please do not hesitate to contact me directly. Your attention to and assistance with this matter is appreciated.

Very truly yours,


Marc J. Soss, Esquire

FILED
00 JAN 21 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MJS:\4117-5\Sec State ltr
Enclosures
cc: Darren Kaiser

N/c

V. SHEPARD JAN 30 2000

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
UNITED FAMILY BUYERS GROUP, INC.

FILED
00 JAN 21 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provisions of the Articles of Incorporation of UNITED FAMILY BUYERS GROUP, INC., a Florida Corporation, filed with the Secretary of State on September 15, 1999, are amended, effective January 17, 2000, as follows:

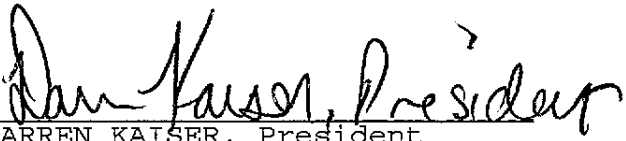
ARTICLE I of the Articles of Incorporation is hereby amended in its entirety to read as follows:

"ARTICLE I - NAME"

The name of this Corporation is: UNITED FAMILY BUYERS, INC.

2. The foregoing amendment was adopted by the directors and shareholders of the corporation on January 17, 2000.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 18th day of January, 2000.


DARREN KAISER, President