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February 6, 2001

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Katherine Harris, Secretary of State  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: MWBS, Inc.  
Amended Articles of Incorporation

Dear Ms. Harris:

First, thank you for your courage in representing us in the previous attempt by the judicial branch of the government of Florida to hijack the executive's prerogative and legislative and constitutional duties.

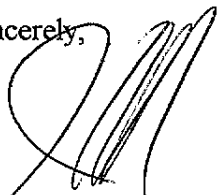
Enclosed for filing are Amended Articles of Incorporation of MWBS, Inc.

Also enclosed, pursuant to Section 607.0122 Florida Statutes, is my client's check #1304 in the sum of \$35.00 for filing the Amendment of Articles of Incorporation and \$52.50 for a certified copy of such Amended Articles of Incorporation for a total of \$87.50.

Please return the certified copy to me at the above address.

Thank you for your courtesy and cooperation.

Sincerely,



John Charles Heekin, Esq.

/bqh

Encl.

FILED  
01 FEB -8 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

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**AMENDED ARTICLES OF INCORPORATION**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MWBS, INC., by MICHAEL L. WILHITE, as president, sole director and sole shareholder, herewith amends its Articles of Incorporation originally filed October 20, 1999 as Secretary of State Document #P99000094256 as follows:

1. NAME OF CORPORATION The name of the corporation is MWBS, INC.
2. TEXT OF AMENDMENT ADOPTED The Amendment adopted is as follows: Article 9 - Preemptive Rights of the original Articles of Incorporation is deleted and there is inserted in its place the following:

Article 9 - Preemptive Rights

No stock of this corporation shall be issued or transferred to any person who is not an officer or director of this corporation, except with the consent of the Board of Directors evidenced by a resolution duly passed at a regular meeting of the Board, or at a special meeting called for that purpose. Every shareholder who desires to sell his stock, and any shareholder who for any reason shall cease to be an officer or director, his personal representatives, legatees, or assigns, shall be required to offer in writing to sell to the Board of Directors the number of shares of the capital stock held by him, and at a price per share to be determined by the mutual agreement of the shareholder wishing to sell, his personal representatives, legatees, or assigns, and the Board of Directors; but in the event that the shareholder wishes to sell, his personal representatives, legatees, or assigns, and the Board of Directors are unable to agree on the price per share, the determination of the price per share shall be referred to the decision of three disinterested

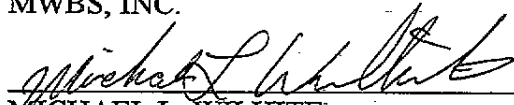
persons, one to be chosen by the shareholder wishing to sell, his personal representatives, legatees, or assigns, one to be chosen by the Board of Directors, exclusive of the shareholder wishing to sell, his personal representatives, legatees, or assigns, and the third by the two arbitrators so chosen; and if either the shareholder wishing to sell, his personal representatives, legatees, or assigns, or the Board of Directors exclusive of the shareholder wishing to sell, his personal representative, legatees, or assigns, shall for more than sixty days neglect or refuse to choose an arbitrator after a dispute as to the price per share has arisen, then the other shall choose two disinterested persons, and they shall choose a third; and the determination of any two of the three arbitrators so chosen shall be final and binding as to the price per share for the sale then occurring, but not for subsequent sales. Upon determination of the price per share in accordance with the procedure outlined in this paragraph, the shareholder wishing to sell, his personal representatives, legatees, or assigns, shall immediately, on the payment or tender to him in cash of such price per share, transfer and assign the shares of stock held to the person or persons designated by the Board of Directors.

3. NO EXCHANGE, RECLASSIFICATION OR CANCELLATION. This Amendment does not provide for exchange, reclassification or cancellation of any issued shares.

4. DATE OF ADOPTION This Amendment was adopted at a meeting of shareholders and directors duly called and conducted February 2, 2001 at 9:30 a.m. at the corporate offices, and all shareholders and directors were present in person and unanimously approved it.

WHEREFORE, pursuant to Section 607.1006 Florida Statutes (2000), MWBS, INC. has adopted and herewith files these Articles of Amendment with the Secretary of State, State of Florida.

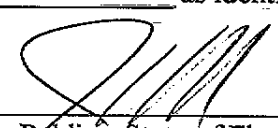
MWBS, INC.

  
MICHAEL L. WILHITE,  
President, sole director and shareholder

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

SWORN TO and subscribed before me this 30 day of January, 2001 by MICHAEL L. WILHITE, President, sole director and shareholder of MWBS, INC., who is personally known to me or who produced \_\_\_\_\_ as identification, and who did take an oath.

My commission expires:

  
\_\_\_\_\_  
Notary Public - State of Florida  
Print Name \_\_\_\_\_

(AFFIX SEAL)

