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S16672

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July 24, 1998

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

RE: Articles of Amendment
for Chipeg, Inc.

500002599715-- 1
-07/27/98--01119--007
*****87.50 *****87.50

Dear Sir:

Enclosed please find two (2) originals of the Articles of Amendment for the above referenced corporation. We would appreciate your filing the Articles of Amendment immediately upon receipt. I have also enclosed a check in the amount of \$87.50 for the filing fee and certified copy fee. Please return a certified copy of the filed amendment to our office by mail.

Very truly yours,

Scott L. Glazier

SLG/rlp
Enclosures
129435.1

N/C

VB JUL 30 1998

ARTICLES OF AMENDMENT
OF
CHIPEG, INC.

FILED
98 JUL 27 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Amendment are filed pursuant to Florida Statute Section 607.1006, to reflect an amendment to the Articles of Incorporation of CHIPEG, INC., and in connection therewith, the undersigned officers, acting upon authority of the Board of Directors of CHIPEG, INC., and upon authority of all of the shareholders of this Corporation, hereby set forth as follows:

1. The name of this Corporation is CHIPEG, INC.
2. The Articles of Incorporation of CHIPEG, INC. have been amended by deleting Article I in its entirety and by substituting in lieu thereof the following Article:

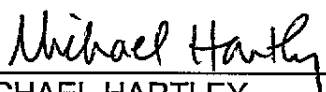
"ARTICLE I. NAME

The name of the corporation shall be HARTCO, INC."


3. In accordance with Florida Statute Section 607.1003, the referred to amendment was adopted by the Board of Directors on July 17, 1998 and written consent to the said Amendment was given on July 17, 1998 by all the shareholders comprising the only voting group in accordance with Florida Statute Section 607.0704. The number of votes cast for the Amendment by the stockholders is sufficient for approval of the Amendment by all voting groups of the Corporation.

4. Upon the filing of these Articles of Amendment by the Department of State, the above referred to amendment shall become effective and the Articles of Incorporation of CHIPEG, INC. shall be deemed to be amended accordingly.

DATED this 17 day of July, 1998.



MICHAEL HARTLEY
President



SUSAN HARTLEY
Secretary/Treasurer