

**ROLFE D. DUGGAR**  
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Area Code 813  
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537763  
May 20, 1997

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

300002189453--7  
-05/23/97--01030--007  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: Articles of Amendment

Gentlemen:

With reference to the above-captioned corporation, I enclose the following:

1. Original and one copy of Certificate of Amendment changing the name of the corporation to NANCY MARKOE GALLERY, INC.
2. A check in the amount of \$87.50 as payment of the \$35.00 filing fee and \$52.50 for a certified copy of the amendment.

Please file the Amendment and forward the certified copy to me.

Very truly yours,

ROLFE D. DUGGAR

RDD/scg  
Enclosures

APPROVED  
AND  
FILED

97 MAY 23 AM 10:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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327-7699  
52397  
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C. C. C. C. C.

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
SANDERS & MARKOE GALLERY, INC.

SANDERS & MARKOE GALLERY, INC., a Florida corporation, under its corporate seal and the hands of its President and Secretary, hereby certifies that:

I.

The Board of Directors of said corporation at a special meeting called and held on April 30, 1997, adopted the following Resolution:

"BE IT RESOLVED by the Board of Directors of Sanders & Markoe Gallery, Inc., a Florida corporation, that said Board deems it advisable that Article I of the Articles of Incorporation be amended, changed, and altered to read as follows:

The name of the corporation shall be **NANCY MARKOE GALLERY, INC.**, and the address of the corporation shall be 3112 Pass-A-Grille Way, St. Pete Beach, FL 33706.

"BE IT FURTHER RESOLVED by said Board of Directors that a special meeting of the Stockholders of record entitled to vote for the consideration of said amendment be, and the same is hereby called to be held at the office of the corporation, 3112 Pass-A-Grille Way, St. Pete Beach, FL, on April 30, 1997, at 3:30 P.M.

The meeting of the Stockholders of the corporation called by the Board of Directors as aforesaid was held on April 30, 1997, and at said special meeting said Amendment of the Articles of Incorporation was duly adopted by the unanimous vote of all the Stockholders.

IN WITNESS WHEREOF said corporation has caused this Certificate to be signed in its name by its President and its

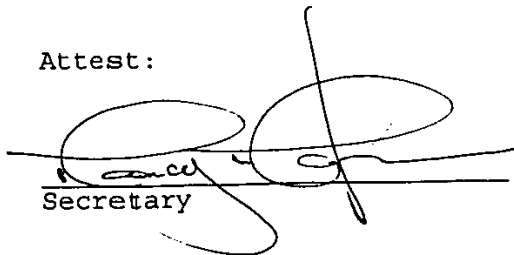
SECRETARY  
TALLAHASSEE, FLORIDA

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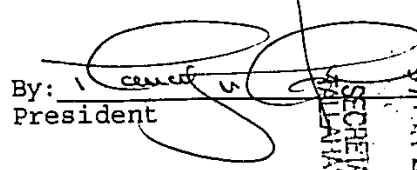
APPROVED  
FILED

corporate seal to be hereunto affixed and attested by its  
Secretary/Treasurer on May 20, 1997.

Attest:

  
Secretary

SANDERS & MARKOE, INC.

By:   
President

STATE OF FLORIDA  
COUNTY OF PINELLAS


Before me, the undersigned officer duly authorized by the laws  
of the State of Florida to take acknowledgments, personally  
appeared NANCY MARKOE, President and Secretary/Treasurer of SANDERS  
& MARKOE GALLERY, INC., a Florida corporation, and acknowledged  
that she executed the foregoing Certificate of Amendment as such  
officers for and on behalf of said corporation after having been  
duly authorized so to do.

WITNESS my hand and official seal at St. Petersburg, Pinellas  
County, Florida, this 20 day of May 1997

SEAL



Suzanne C Goldstone  
My Commission CC612520  
Expires January 17 2001

  
Notary Public  
Print name SUZANNE C. GOLDSTONE  
My commission expires:

APPROVED  
AND  
FILED

ST. PETERSBURG  
MAY 23 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA