

V02050

TRANSMITTAL LETTER

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

FILED
97 SEP 29 AM 8:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SUBJECT: J.K. & J.W., INC.

Enclosed is one copy of the Amendment to the Articles of Incorporation of the above corporation, and a check for \$35.00. Please alter Articles accordingly.

Thank you.

400002306754--5
-09/29/97--01168--002
*****35.00 *****35.00

Donald Sutton.

From: DONALD SUTTON
Sutton & Associates
5850 Lakehurst Dr. #100
Orlando, FL 32819

Phone: (407) 345-8282

Amend & N/c

7/8 12/8

Amendment to the Articles of Incorporation of
J.K. & J.W. Inc.

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TALLAHASSEE FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation
adopts the following articles of amendment to its articles of incorporation:*

ARTICLE I

The name of the Corporation will change from J.K. & J.W. Inc., to:

ANDOAS, INC.

ARTICLE VII

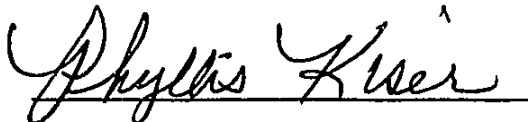
The name and street address of the member(s) of the Board of Directors will now
be:

Phyllis Kiser
President, Vice-President, Director, Treasurer, Secretary

Address:
8637 Countoura Dr.
Orlando, FL 32810

The amendment was approved by the shareholders. The number of votes cast for
the amendment was sufficient for approval.

Signed this 3rd day of September of 1997.



PHYLLIS KISER

Typed name

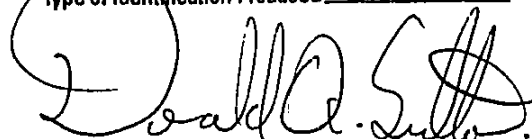
P, V, D, T, S

Title

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before
me this 26 day of Sept, 1997, by Phyllis
Kiser

Personally Known / OR Produced Identification
Type of Identification Produced



DONALD A. SUTTON
Notary Public, State of Florida
My Comm. Expires May 31, 1998
No. CC 376891
Bonded Thru Official Notary Service

**SUTTON & ASSOCIATES**

TRANSLATIONS, ACCOUNTING, INVESTMENTS (THROUGH FIRST ALLIED SECURITIES), INCORPORATION AND
BUSINESS CONSULTING FOR FOREIGNERS AND INTERNATIONAL COMPANIES.

MAILING ADDRESS
P.O. Box 682038
Orlando, FL 32868-2038

CORPORATE OFFICE
6800 Lakehurst Drive, Suite 100
Orlando, FL 32819-8397

Telephone: (407) 340-8829
Facsimile: (407) 340-7834

October 7, 1997

VIA FAX

Ms. Thelma Shepherd
Florida Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: JK & JW Inc.

Dear Ms. Shepherd:

Please be advised that the above-referenced company's Amendment to Articles of Incorporation were adopted and approved on September 3, 1997. Also, this letter will serve as your written notice to same.

If I can be of any further assistance, please let me know.

Sincerely,


Donald A. Sutton