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ADMIRALTY II BUILDING 4400 PGA BOULEVARD, SUITE 201 PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE (561) 627-5605 • FACSIMILE (561) 624-0856

September 3, 1998

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

Re:

John G. Mitchell / The Bristol Group, Inc.

Our File No: 342.09

900002633949--0 -09/08/98--01085--013 *******

Dear Clerk:

With reference to the above-mentioned corporation, enclosed is the fully executed Amendment to the Articles of Incorporation of The Bristol Group, Inc. together with the Acceptance of Registered Agent for filing in your office. Our firm check in the amount of \$35.00 is enclosed as your fee. Please return the stamp dated copy in the self-addressed stamped envelope provided.

If you should need anything further, please do not hesitate to contact me.

Very truly yours,

Debra Wright

Secretary to Jack S. Cox

JSC:dw Enclosures

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AUTHORIZATION BY PHONE TO

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AMENDMENT TO THE ARTICLES OF INCORPORATION THE BRISTOL GROUP, INC.

President

SER OF THE SERVICE OF The undersigned as Sole Shareholder of THE BRISTOL GROUP, INC., pursuant to Florida Chapter 607.1006 and 607.1005, hereby files this Amendment to the Articles of Incorporation for the purpose of amending Articles #4 and #6 of the Articles of Incorporation filed on March 25, 1992 to change the name of the Registered Agent and the number of directors. The undersigned further sets forth the following:

- 1. The Sole Shareholder of the Corporation is JOHN MITCHELL.
- 2. The Amendment adopted this 1 or day of September, 1998 is as follows:
 - "4. The street address of the Registered Office of this Corporation is 4400 PGA Boulevard, Suite 201, Palm Beach Gardens, Florida 33410 and the name of the Registered Agent of this Corporation is Jack S. Cox."
 - "6. The Corporation shall have one (1) Director. The number of Directors may be either increased or decreased from time to time as provided in the By-Laws of the Corporation, but shall never be less than one (1). The address of the Director is as follows: JOHN MITCHELL, 1401 Elizabeth Avenue, West Palm Beach, Florida 33401,"
- 3. This Amendment to the Articles of Incorporation was adopted by the Sole Shareholder this 3rd day of September, 1998.

IN WITNESS WHEREOF, I have hereunto made and subscribed this Amendment to the Articles of Incorporation effective the 3rd day of September, 1998.

/President

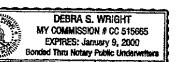
STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 3rd day of September, 1998 by JOHN MITCHELL as Sole Shareholder of THE BRISTOL GROUP, INC., a Florida corporation, on behalf of the Corporation. He is personally known to me, or he has produced as identification.

Notary Public, State of Florida

Debra S. Wright

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA

Having been named to accept service of process for THE BRISTOL GROUP, INC. at 4400 PGA Boulevard, Suite 201, Palm Beach Gardens, Florida 33410, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Jack S. Cox, Registered Agent for The Bristol Group, Inc.

dw:mitchell bristol accept ra