



V26474

Charles E. Hall, MBA, EA, CTP

Enrolled to Practice Before the Internal Revenue Service
Former IRS Revenue Officer

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25 Old Mission Avenue, Post Office Box 4077, St. Augustine, Florida 32085-4077

Member of:

National Association of
Enrolled Agents

Florida Society of
Enrolled Agents

National Society of
Tax Professionals

National Society of
Public Accountants

National Certification Board
for Tax Professionals

Accreditation Council for
Accountancy & Taxation

National Association
of Accountants

American Institute of
Professional Bookkeepers

National Association
of Tax Practitioners

July 10, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: CHUCK HARDWICK'S FENCE CO INC.

Dear Sir or Madam:

Please find enclosed herewith an original and one copy of the Amended Articles of Incorporation of the above-named corporation. Please file these Amended Articles at your earliest date and furnish me with a certified copy.

Enclosed is my trust fund check payable to the Secretary of State - Division of Corporations in the amount of \$35.00 which is in payment of the charges for your filing fee.

Should you have any questions regarding this document, please feel free to contact me at any time.

Thanking you in advance for your courtesy and prompt recording I remain,

Sincerely,

Charles E. Hall
Enrolled Agent
Certified Tax Professional
Accredited Tax Accountant
Accredited Tax Preparer

Encl: Amended Articles of Incorporation
Check for \$ 35.00

900002587239--2
-07/13/98--0132--006
*****35.00 *****35.00

FILED
98 JUL 30 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
HFS 7-31-98

~~*789,263,547,2516,611*~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1998

Charles E. Hall
Post Office Box 4077
St. Augustine, FL 32085

SUBJECT: CHUCK HARDWICK'S FENCE CO., INC.
Ref. Number: V26474

We have received your document for CHUCK HARDWICK'S FENCE CO., INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The capacity of the person signing the document must be typed or printed beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson

Corporate Specialist Supervisor

Letter Number: 298A00038198



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July 10, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: CHUCK HARDWICK'S FENCE CO INC.

Dear Sir or Madam:

Please find enclosed herewith an original and one copy of the Amended Articles of Incorporation of the above-named corporation. Pursuant to your letter, the referenced Amended Articles have been corrected. Please file these Amended Articles at your earliest date and furnish me with a certified copy.

Should you have any questions regarding this document, please feel free to contact me at any time.

Thanking you in advance for your courtesy and prompt recording I remain,

Sincerely,

Charles E. Hall
Enrolled Agent
Certified Tax Professional
Accredited Tax Accountant
Accredited Tax Preparer

Encl: Amended Articles of Incorporation
Copy of Ltr from Fl Dept of State

AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CHUCK HARDWICK'S FENCE CO., INC.

FILED
98 JUL 30 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The below signed Officers and Directors of this Corporation,
as of the date herein, hereby Amend the Original Articles of
Incorporation attached herewith as follows:

As to Article 5 - to be read and changed as follows:

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT:

The street address of the registered office of the
Corporation is 25 Old Mission Ave, St. Augustine, Florida
32084 with a mailing address of Post Office Box 4077, St.
Augustine, Florida 32085, and the name of its Registered
Agent at that address is Charles E. Hall, Jr.

The following Articles are to be inserted as additions to the
original Articles of Incorporation:

ARTICLE X. INDEMNIFICATION:

The Corporation shall indemnify any Officer or Director,
or any former Officer or Director, to the full extent
permitted by law.

ARTICLE XI. PRE-EMPTIVE RIGHTS:

Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the Treasury of this Corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of Treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the share pre-empted within thirty (30) days of receipt of a notice in writing from the Corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive right. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

ARTICLE XII. OFFICERS:

Judy Hardwick - President, Treasurer

Judy Hardwick - Secretary, Vice-President

100% of the shareholders were present representing the total outstanding stock of the corporation. The number of votes cast for the approval of this amendment represented 100% of the outstanding stock of the corporation which was sufficient for approval on July 8, 1998.

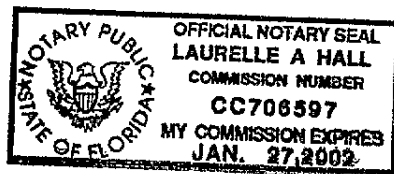
IN WITNESS WHEREOF, We have hereunto set our hands and seals
and acknowledge and file the foregoing Amended Articles of
Incorporation under the laws of the State of Florida this the 8th
day of July, 1998.

Judy Hardwick
Judy Hardwick, President

STATE OF FLORIDA)
) SS
COUNTY OF ST JOHNS)

Before me, the undersigned authority, personally appeared Judy
Hardwick, to me known to be the person who executed the foregoing
Amended Articles of Incorporation, and she acknowledged to and
before me that she executed such instrument.

WITNESS my hand and seal this the 8th day of July, 1998.



Laurelle A. Hall
Notary Public in and for the
State of Florida, at large

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

CHUCK HARDWICK'S FENCE CO INC


2. The name and address of the Registered Agent and Office is:

Charles E. Hall, Jr.

25 Old Mission Ave, Post Office Box 4077

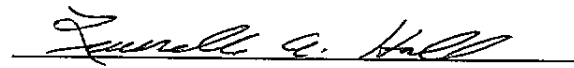
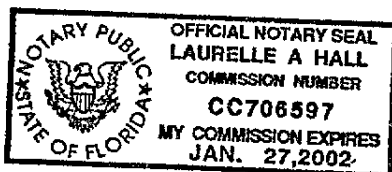
St. Augustine, Florida 32085

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, The Individual herein identified hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The Individual further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and will accept the obligations of its position as Registered Agent.



Charles E. Hall, Jr.

SWORN TO BEFORE ME and subscribed in my presence this the 3rd day of December, 1996.



Notary Public

FILED
98 JUL 30 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA