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February 21, 2002

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Rhoades & Karlson, P.A.

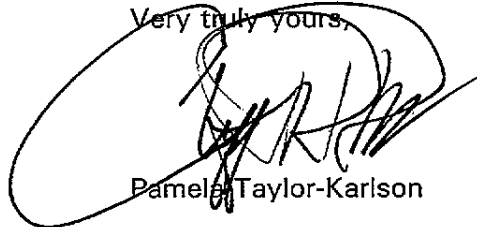
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*****43.75 *****43.75

To whom it may concern:

I enclose the original and one (1) copy of the Articles of Amendment of the Articles of Incorporation of the above corporation for filing and a check for filing same. Please proceed to file same and return a filed, date stamped, certified copy to the undersigned in the envelope provided for same.

If you have any questions, please call. Thank you for your courtesy and cooperation in this matter.

Very truly yours,



Pamela Taylor-Karlson

FILED
02 FEB 27 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PTK/klw
Enclosures - as stated above

MC
T. Lewis 2/27/02

**ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION**

FILED
02 FEB 27 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1003, Florida Statutes, the undersigned officer, of the corporation described herein, hereby submits the following Amendment to the corporation's Articles of Incorporation.

1. The date of incorporation of the corporation: June 16, 1981
2. The name of the corporation before amendment: CLIFFORD R. RHOADES, P.A.
3. The name of the corporation after amendment: RHOADES & KARLSON, P.A.
4. The text of each amendment as adopted is as follows:

ARTICLE ONE - NAME

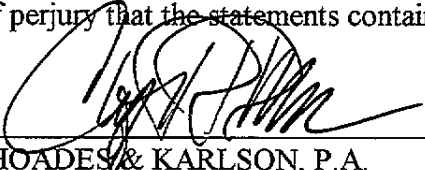
The name of the corporation is: RHOADES & KARLSON, P.A.

5. The date of adoption of each amendment was: January 31, 2002
6. The amendment was adopted by duly approved shareholder action. The vote of the shareholders was as follows:

Number of shares outstanding:	100
Number of votes entitled to be cast by such voting group:	100
Number of votes of such voting group cast for:	100
Number of votes of such voting group cast against:	0
7. This amendment will be effective upon filing.

The manner of the adoption of the article of amendment and the vote by which they were adopted constitute full legal compliance with the provision of applicable law, the corporation's articles of incorporation, and the corporation's bylaws.

31st I hereby verify subject to the penalties of perjury that the statements contained are true this day of January, 2002.

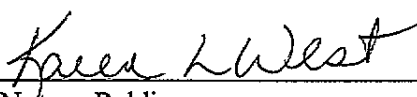


RHOADES & KARLSON, P.A.

By: Clifford R. Rhoades, President

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledge before me this 31st day of January, 2002, by Clifford R. Rhoades, who is personally known to me.



Notary Public

