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September 20, 2000

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 26 AM 10:09

Re: *Articles of Amendment to Articles of
Incorporation of Davies, Houser,
Secrest & Harris, P.A..*

Our File No.: 99-6203

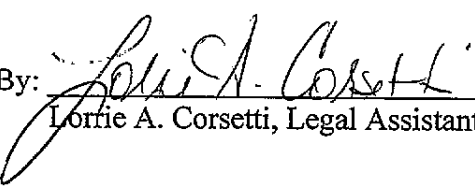
Dear Sir or Madam:

Enclosed herewith are the executed original and one copy of the Articles of Amendment to Articles of Incorporation for Davies, Houser, Secrest & Harris, P.A. and this firm's check #2901 in the amount of \$35.00 to cover the requisite filing fee. We have provided the enclosed self-addressed, postage paid envelope for your use in returning the file stamped copy to our office.

If you have any questions with regard to this filing request, please contact the undersigned. Thank you.

Very truly yours, 500003403885--6
-09/26/00--01027--002
*****35.00 *****35.00

ALBERT D. CELIO, P.A.

By: 
Lorrie A. Corsetti, Legal Assistant

ADC/lac

Enclosures

cc: Walter E. Secrest, CPA, President

Davies, Houser, Secrest & Harris, P.A.

*Note: Lorrie Corsetti gave authorization
to correct the current name. 10/3
JB*

*N/C
10/3/00
JB*

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

**DAVIES, HOUSER, SECREST & HARRIS, P.A. ,
CERTIFIED PUBLIC ACCOUNTANTS**

Pursuant to Section 607.1003, *Florida Statutes* (1999) of the *Florida Business Corporation Act*, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- A. The name of the Corporation is Davies, Houser, Secrest & Harris, P.A.,
Certified Public Accountants.
- B. The following amendment of the Articles of Incorporation was adopted by
Joint Unanimous Written Consent of Shareholders and Board of Directors of
the Corporation on September 11, 2000, a copy of which action is attached
hereto as Exhibit "A".

NOW THEREFORE, BE IT RESOLVED, that the Articles of Incorporation shall
be amended by deleting Article II, Name, in its entirety and substituting the
following in lieu thereof:

**"ARTICLE II
NAME**

The name of the Corporation is:

Davies, Houser & Secrest, CPA, P.A."

- C. Except for the Amendment of Article II of the Articles of
Incorporation, all other Articles of the Articles of Incorporation
remain unchanged.
- D. The number of shares of any class issued by the Corporation and
outstanding at the time of the adoption of the foregoing amendment
was Two Hundred Forty-Five (245) and the number of shares entitled
to vote was Two Hundred Forty-Five (245).

- E. The number of shares that voted in favor of such amendment was Two Hundred Forty-Five (245) and the number of shares that voted against such amendment was Zero (0) shares.

Dated this 19th day of September, 2000.

(Corporate Seal)

Attest: Stephen C. Houser
Stephen C. Houser, CPA, Secretary

By: Walter E. Secret
Walter E. Secret, CPA, President

STATE OF FLORIDA)
)
COUNTY OF BREVARD)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set for above, personally appeared Walter E. Secret, CPA, and Stephen C. Houser, CPA, known to me to the President and Secretary respectively of Davies, Houser & Secret, P.A., and who are the persons who executed the foregoing Articles of Amendment on behalf of said Corporation, and acknowledged before me that they executed the same.

SWORN TO AND SUBSCRIBED before me this 19th day of September, 2000.

Judith A. Smith
~~Judith B. Smith~~ Judith A. Smith
Notary Public, State of Florida (SEAL)
My Commission Expires:

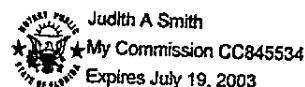


EXHIBIT "A"

**JOINT UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS
AND BOARD OF DIRECTORS WITHOUT A MEETING**

The undersigned, being all of the members of the Board of Directors of Davies, Houser, Secrest & Harris, P.A., a corporation organized and existing under the laws of the State of Florida (hereinafter "Corporation") pursuant to the *Florida Business Corporation Act, Sec. 607.0704 and Sec. 607.0821, Florida Statutes (1999)*, do hereby consent to and adopt the following resolution:

WHEREAS, the Shareholders and the Directors desire to change the name of the Corporation by amending the Articles of Incorporation of the Corporation; and

WHEREAS, the Articles of Incorporation of the Corporation permit the amendment of the Articles.

NOW THEREFORE BE IT RESOLVED, that the Articles of Incorporation shall be amended by deleting Article II, Name, in its entirety and substituting the following language in lieu thereof:

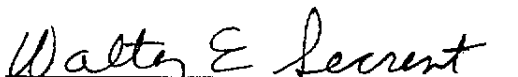
**"ARTICLE II
NAME**

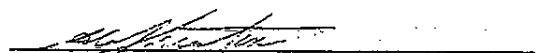
The name of this corporation is:

Davies, Houser & Secrest, CPA, P.A. "

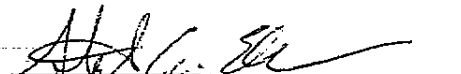
FURTHER RESOLVED, that the officers of the Corporation are hereby authorized to file said Amendment with the Florida Secretary of State and take all other appropriate action to effectuate the change of the name of the Corporation including creating a new Corporate Seal and re-issuing new Stock Certificates bearing Davies, Houser & Secrest, P.A. as the name of the Corporation.

Witness the due execution of this unanimous consent as of the 11th day of September, 2000.


Walter E. Secrest, CPA, Shareholder and
Director


Edward R. Christensen, CPA, Shareholder
and Director


Stephen C. Houser, CPA, Shareholder
and Director


Stephen A. Ellis, CPA, Shareholder
and Director