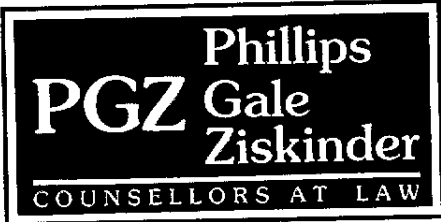


H14139



The Historic Boston House
239 S. Indian River Drive
Ft. Pierce, Florida 34950
561-466-8000 • Fax: 561-468-1833

REPLY TO: FP

514 SE. Port St. Lucie Boulevard
Port St. Lucie, Florida 34984
561-871-1800
Fax: 561-871-1802

October 22, 1997

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

97 OCT 24 PM 2:23
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: Phillips Gale Ziskinder, P.A.

Dear Sir or Madam:

Enclosed please find this Firm's draft in the amount of
Thirty-Five (\$35.00) Dollars together with its original Articles of
Amendment to Articles of Incorporation of Phillips, Gale,
Ziskinder, P.A., for filing with the Division of Corporations.

We look forward to receiving your acknowledgment of same.

Thank you.

Yours very truly,

PHILLIPS & GALE, P.A.

200002328772--3
-10/24/97--01035--001
*****35.00 *****35.00

By: Kendall J. Phillips
Kendall J. Phillips
For the Firm

/cdm

Enclosure

16-90021.012-cdm

VS OCT 29 1997

Amend

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

PHILLIPS, GALE, ZISKINDER, P.A.

FILED
97 OCT 24 PM 2:23
SECRETARY OF STATE
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:

FIRST: Article VII, identifying a board of directors consisting of three (3) directors is amended to authorize two (2) directors.

SECOND: Article VIII, containing the names and addresses of the initial directors of the corporation is amended to delete Abraham J. Gale as a director and officer and is further amended to identify Steven Ziskinder as vice-president, secretary and treasurer.

THIRD: The date of each amendments adoption:
October 15, 1997.

FOURTH: Adoption of Amendment: The amendments were approved by the shareholders. The number of votes cast for the amendments

were sufficient for approval. Only one (1) voting group entitled to vote did vote on these amendments.

Signed this 20th day of October, 1997.

PHILLIPS, GALE, ZISKINDER, P.A.

By: Kendall J. Phillips
Kendall J. Phillips
Director/President/Shareholder

By: Steven Ziskinder
Steven Ziskinder
Director/Vice-President/Secretary/
Treasurer/Shareholder