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K09881

January 26, 1998

Corporate Records Bureau of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

RE: Schultz and Collman Architects, P.A.
Our File No.: SCAR-0

900002414549--3
01/28/98 01058-010
*****35.00 *****35.00

Ladies/Gentlemen:

On behalf of the above captioned corporation (the "Corporation"), I am forwarding an original and one copy of the Corporation's Articles of Amendment to the Articles of Incorporation. Also enclosed is our firm check in the amount of \$35.00 for the filing fee. Please date-stamp the copy as to when the Amendment was filed with your office and return same in the self-addressed, stamped envelope provided.

Thank you for your assistance.

Sincerely,

Judith P. McDonald

Judith P. McDonald,
Legal Assistant to
Mindy L. Carreja

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

/jpm
Enclosures

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NO

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SCHULTZ AND COLLMAN ARCHITECTS, P.A.

SCHULTZ AND COLLMAN ARCHITECTS, P.A., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Article I in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE I - NAME

The name of this corporation shall be:

COLLMAN AND KARSKY ARCHITECTS, P.A.

The corporation's principal place of business and mailing address shall be 303 Main Street, Dunedin, Florida 34698."

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1. above has been duly adopted in accordance with the provisions of §607.0821, .0704 and .1003, Florida Statutes, all shareholders and directors having executed a written statement, dated January 20, 1998, manifesting their intentions that the amendments be adopted; and the number of votes cast for the amendments by the shareholders having been sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President and the attestation of its Secretary this 20 day of January, 1998.

SCHULTZ AND COLLMAN
ARCHITECTS, P.A.

By: 
Rodney L. Collman, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

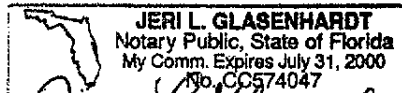
Attest:

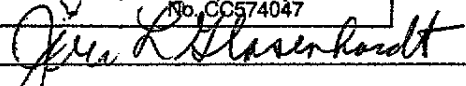
By: 
Rodney L. Collman, Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, under oath, this 20th day of January, 1998 by Rodney L. Collman, President of SCHULTZ AND COLLMAN ARCHITECTS, P.A., an individual known to me or who has produced _____ as identification.



sign 
print JERI L. GLASHARDT

NOTARY PUBLIC, State of Florida
at Large

My Commission Expires: 7/31/00

142164.01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

WRITTEN ACTION OF SHAREHOLDERS AND DIRECTORS
OF
SCHULTZ AND COLLMAN ARCHITECTS, P.A.

The undersigned, being all of the shareholders and directors of SCHULTZ AND COLLMAN ARCHITECTS, P.A., a Florida professional association (the "Company"), acting pursuant to the terms of §§621.13(1), 607.0821 and 607.0704, Florida Statutes, and by agreement of the undersigned not otherwise proscribed by the Company's Articles of Incorporation or By-Laws, hereby take the following written actions in lieu of holding a meeting regarding same:

1. Failure to Record Minutes: It is hereby recognized that no written minutes had been prepared reflecting the substance of any meetings held or corporate actions taken by the shareholders and/or directors of the Company since December 12, 1994.

2. Ratification of Corporation Action: It is hereby represented and agreed, however, that numerous meetings were properly taken, each with the full agreement and concurrence of the Company's shareholders and/or directors, as applicable, and the undersigned hereby ratify and confirm each and every resolution passed, agreement executed or otherwise entered into and corporate action taken, whether by way of formal meeting or informal agreement and whether still in effect or terminated prior to the date hereof by reason of the expiration of time or otherwise.

3. Amendment to the Company's Articles of Incorporation: It is hereby declared that Article I of the Company's Articles of Incorporation shall be deleted in its entirety and replaced with the following:

"ARTICLE I - NAME

The name of this corporation shall be:

COLLMAN AND KARSKY ARCHITECTS, P.A.

The corporation's principal place of business and mailing address shall be 303 Main Street, Dunedin, Florida 34698."

4. Officers and Directors: It is declared that the current officers and directors of the Company shall be the following:

Officers

Rodney L. Collman
Bryan Karsky

Office Held

President, Secretary
Vice-President

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CLERK OF THE
COURT
HALL
TALLAHASSEE, FLORIDA

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AND
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Directors

Rodney L. Collman
Bryan Karsky

and that each of the above named officers and directors shall continue to serve in the capacities identified until a successor is duly elected, qualified and seated (or takes office), pursuant to applicable provisions of the Company's By-Laws.

5. Each of the undersigned hereby authorizes each of the Company's officers, in the name and on behalf of the Company, to take all further actions deemed by him to be appropriate to effect and consummate all transactions contemplated by the foregoing actions.

Dated: January 20, 1998



Rodney L. Collman
Director and Shareholder