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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF DeGRAW & ASSOCIATES, P.A.

Pursuant to the provisions of Florida law, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is DeGraw & Associates, P.A.

ARTICLE II

AMENDMENTS TO ARTICLES

Article I of the Articles of Incorporation shall be amended to change the name of the Corporation to:

FRANCES D. DeGRAW, P.A.

ARTICLE III

This Amendment was approved by all Shareholders and Directors of the Corporation by written consent dated November 4, 2004 in lieu of a formal joint meeting in accordance with Florida Statutes.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have made and subscribed these Articles of Amendment at Winter Park, Florida for the uses and purposes aforesaid, this 4th day of November, 2004.

Frances D. DeGraw President

ATTEST:

Frances D. DeGraw Secretary

STATE OF FLORIDA COUNTY OF ORANGE

Before me personally appeared Frances D. DeGraw to me well known to be the person described in and who executed the foregoing Articles of Amendment, and who freely and voluntarily acknowledged before me according to law having made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Winter Park, Florida, this 4th day of November, 2004

Notary Public, State of Florida

Laura Griffith
My Commission DD176082
Expires January 08, 2007