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SEYMOUR N. SINGER

Writer's Direct Line: 305-379-2300

September 14, 1998

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

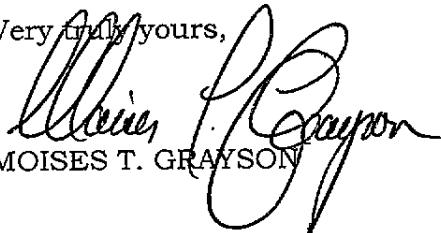
Re: **Articles of Amendment**
Blaxberg & Grayson, P.A.

FILED
99 MAY 10 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Amendment. Please file the original with the Secretary of State and return the copy reflecting the date of filing to this office in the envelope provided for that purpose. The necessary filing fee of \$43.75 is enclosed [\$35.00 for the amendment and \$8.75 for the certified copy].

Very truly yours,


MOISES T. GRAYSON

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-05/10/99--01109--012
*****43.75 *****43.75

name change
LTS 5-19-99

ARTICLES OF AMENDMENT

OF

Blaxberg Grayson & Singer, P.A.

FILED
99 MAY 10 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

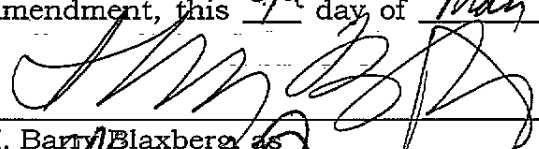
1. Article I of the Articles of Incorporation of Blaxberg Grayson & Singer, P.A. are hereby amended to read:

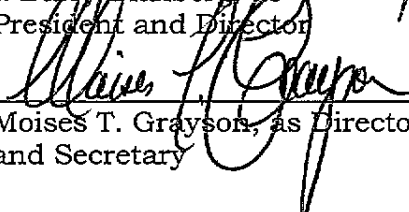
"The name of this corporation shall be:

Blaxberg & Grayson, P. A.

The foregoing Amendment was adopted by the Stockholder of the Corporation on May 7, 1999.

IN WITNESS wherefore, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment, this 7th day of May, 1999.



I. Barry Blaxberg, as
President and Director



Moises T. Grayson, as Director
and Secretary

STATE OF FLORIDA

Miami
COUNTY OF DADE

Before me personally appeared I. Barry Blaxberg and Moises T. Grayson, to me well known and known to me, to be the individuals described in and who executed the foregoing instruments in the capacities stated above for Blaxberg Grayson & Singer, P.A., a Florida corporation, and severally acknowledged to and swore before me that they executed such instrument in such capacities, of said corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority, and that said instrument is the free act and deed of said corporation.

SWORN TO and subscribed before me, this 7th day of May, 1999.



Notary Public, State of Florida at Large
Print Name: DANIEL J. SERBER
My commission expires:



DANIEL JAVIER SERBER
My Commission CC509595
Expires Nov. 13, 1999


JOINT WRITTEN CONSENT OF
STOCKHOLDERS AND DIRECTORS OF
Blaxberg Grayson & Singer, P.A.

The undersigned, being all the Stockholders and Directors of Blaxberg Grayson & Singer, P.A. a Florida corporation, by their signatures hereto pursuant to Chapter 607 of the Florida Statutes, do hereby adopt this written consent in lieu of a formal meeting, waive all notice of the time, place or objects of such meeting, and unanimously consent to, approve and adopt the following corporate acts:

BE IT RESOLVED that Article I of the Articles of Incorporation shall be amended to read that the name of this Corporation shall be Blaxberg & Grayson, P.A.; and

BE IT FURTHER RESOLVED, that the President and Secretary are hereby authorized to sign any documents and take any actions which may be necessary to effect such action.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this 7th day of May, 1999.



I. Barry Blaxberg
Director and Stockholder



Moises T. Grayson
Director and Shareholder