

P96000010406  
Warren O. Wood Financial Group, Inc.

10081 Pines Boulevard - Suite 249  
Pembroke Pines, Florida 33024-6169

January 15, 1997

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

500002072175--4  
-01/29/97--01036--025  
\*\*\*\*\*96.25 \*\*\*\*\*96.25

Dear Sir(s):

This is a request to amend to the articles of incorporation; specifically article I and article III (name and capital stock respectively).

Enclosed is a check for \$96.25. (\$35.00 filing fee; \$52.50 certified copies; and \$8.75 certificate of status).

Thank you.

Sincerely,



Ed A. Stucke, Jr.  
President/Director/Incorporator  
(954) 438-7872 - Home  
(954) 928-5021 - Pager

FILED  
97 JAN 29 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DRB  
2/6  
NC+AM

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
97 JAN 29 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WARREN O. WOOD FINANCIAL GROUP, INC.

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I. - NAME OF CORPORATION

IS TO BE AMENDED TO:

**WARREN O. WOOD, INC.**

ARTICLE III. - CAPITAL STOCK.

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 20,000 SHARES OF CAPITAL STOCK HAVING \$30.00 PAR VALUE PER SHARE; 5,000 SHARES OF COMMON STOCK HAVING \$10.00 PAR VALUE; AND 15,000 SHARES OF PERFERRED STOCK HAVING \$20.00 PAR VALUE.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: DECEMBER 31<sup>ST</sup>, 1996.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

\_\_\_\_\_ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.


\_\_\_\_\_ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes for the amendment(s) was/were sufficient for approval by \_\_\_\_\_"  
voting group

\_\_\_\_\_ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

XXX The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action as not required.

Signed this day 31<sup>ST</sup> of DECEMBER, 19 96.

Signature   
(By the Chairman or Vice Chairman of the Board of Directors, President, or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ED A. STUCKE, JR.

Type or printed name

PRESIDENT/DIRECTOR/INCORPORATOR

Title