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FILED

01 SEP 24 AM 11:59

Member, Florida Bar

SECRETARY OF STATE General Practice • Litigation
TALLAHASSEE, FLORIDA

September 15, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
ATTENTION: AMENDMENTS SECTION

800004608898--7
-09/24/01--01119--004
*****52.50 *****52.50

TRANSMITTAL LETTER

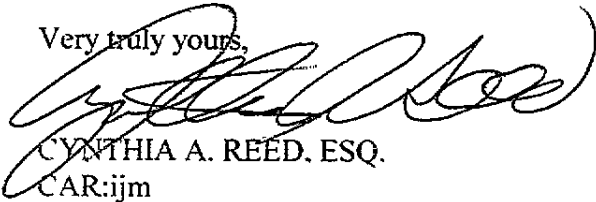
SUBJECT: **HLL PLANNERS & ARCHITECTS, INC.**
Articles of Amendment to Articles of Incorporation
Changing Name to PHOENIX ARCHITECTURE, INC.

Enclosed are the original and two (2) copies of the Articles of Amendment to Articles of Incorporation for the above-stated corporation and a check for \$52.50 for the filing fee, and two (2) certified copies of the Amended Articles.

FROM: CYNTHIA A. REED, ESQ.
Attorney for HLL Planners & Architects, Inc.
2000 Glades Road, Suite 306
Boca Raton, Florida 33431
Telephone: 561-395-8549

Please return the certified copies of the Articles to the undersigned.

Very truly yours,



CYNTHIA A. REED, ESQ.

CAR:ijm

encl.: Articles of Amendment to Articles of Incorporation. Check @ \$52.50

AC
10-3-01
PAS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HLL PLANNERS & ARCHITECTS, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following amendment to its articles of incorporation:

FIRST: Amendments adopted:

The following Article is hereby amended as follows:

ARTICLE I NAME

The name of the corporation is PHOENIX ARCHITECTURE, INC..

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

THIRD: The date of the amendment's adoption is August 2, 2001.

FOURTH: Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

The amendment was 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:

"The number of votes cast for the amendment was sufficient for approval by _____."

voting group

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.

Signed on this 21 day of August, 2001.

Signature _____

President
M. Lynn McColl, President
Chairman, Board of Directors