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JACKSONVILLE, FLORIDA 32202-5059

H. LEON HOLBROOK

EDWARD C. AKEL

KATHLEEN HOLBROOK COLD

DANIEL D. AKEL

H. LEON HOLBROOK, III

JOHN R. STIEFEL, JR.

THOMAS R. RAY

FILED
98 FEB 16 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE
(904) 356-6311
FACSIMILE
(904) 356-7330

January 28, 1998

Secretary of State
Corporations Division
The Capitol
P. O. Box 6327
Tallahassee, Florida 32314

600002431606--3
-02/16/98--01087--015
*****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation
of Prestige Asset Management, Inc.
Check for \$35.00

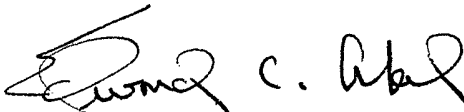
Dear Sir:

We enclose the referenced corporate instrument, in duplicate, together with our check for your fee for filing and furnishing an acknowledgement copy to us.

Please advise us, in writing, of the approval and filing of this instrument and return an acknowledgement copy to the undersigned. Please advise us if you require anything further.

Thank you for your cooperation and assistance.

Very truly yours,



EDWARD C. AKEL

ECA/gp
Enclosure

cc: Mr. Nabil Bahri
John R. Pridgen, C.P.A.

N/C

VS FEB 18 1998

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
PRESTIGE ASSET MANAGEMENT, INC.

Changing its Name to
PRESTIGE PROPERTIES OF JACKSONVILLE, INC.

FILED
98 FEB 16 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of this corporation are amended
as follows:

1. Article I is amended to change the name of this corporation
to: PRESTIGE PROPERTIES OF JACKSONVILLE, INC.
2. The effective date of this amendment shall be on filing.
3. This amendment was adopted and approved by the directors
and by the unanimous vote of all shareholders entitled to vote of
this corporation at a joint meeting held on December 26, 1997.

Attest:

PRESTIGE ASSET MANAGEMENT, INC.

✓
Secretary

By ✓
Its President

CORPORATE
SEAL
(Corporate Seal)
FLORIDA

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 26
day of December, 1997, by NABIL BAHRI, President of PRESTIGE
ASSET MANAGEMENT, INC., a Florida corporation, on behalf of the cor-
poration, ✓ personally known to me; or who produced a
Florida Driver's License identification, and who did take an oath
and personally appeared before me.



MERRI B. STERN
COMMISSION # CC 698613
EXPIRES NOV 24, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Merri B. Stern
NOTARY PUBLIC - STATE OF FLORIDA
Print Name: Merri B. Stern
My Commission Expires: Nov 24, 2001
Commission No.: CC 698613