ACCOUNT NO. : 07210000032

REFERENCE

AUTHORIZATION

COST LIMIT : \$ 35.00

ORDER DATE: December 10, 1997

ORDER TIME :

1:54 PM

ORDER NO. : 630117-005

CUSTOMER NO:

9104A

300002368793-

CUSTOMER: Ms. Lori L. Ammons

Holland & Knight

Suite 1600

200 Central Avenue

St. Petersburg, FL

NAME: RJF NYC ASSET MANAGEMENT, INC.

EFFICTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 11, 1997

CSC JEANINE GLISAR TALLAHASSEE, FL

SUBJECT: RJF NYC ASSET MANAGEMENT, INC.

Ref. Number: P97000093750

We have received your document for RJF NYC ASSET MANAGEMENT, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The name of the person signing the document must be typed or printed beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please (850) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 697A00058357

RESUBMIT

Please give original submission date as file date.

AMENDMENT TO ARTICLES OF INCORPORATION OF RJF NYC Asset Management, Inc.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation, RJF NYC Asset Management, Inc., adopts the following Articles of Amendment to its Articles of Incorporation, filed with the Secretary of State for the State of Florida on November 1, 1997, as Document Number P97000093750:

Article I is hereby amended to provide:

ARTICLE I

NAME

"The name of the corporation is Awad Asset Management, Inc.

These Articles of Amendment were approved by the Stockholders of the corporation November 3, 1997. The number of votes cast for the Articles of Amendment by the Stockholders was/were sufficient for approval.

IN WITNESS WHEREOF, the undersigned, as Secretary, has executed this Amendment on behalf of the corporation this <u>3rd</u> day of December, 1997.

JEFFREY P. YULLIEN

Secretary