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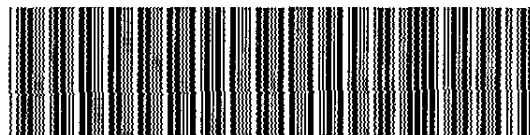
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nc
T. Lewis 12/17/02

BURNS & SEVERSON, P.A.

LAWYERS

1400 CENTREPARK BLVD., SUITE 860

P.O. BOX 349

WEST PALM BEACH, FLORIDA 33402

JOHN L. BURNS
JOHN M. SEVERSON

TELEPHONE (561) 687-2003
TELECOPIER (561) 687-8103

December 10, 2002

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

**RE: MARTINELLI, COCUY & ASSOCIATES, P.A.
N/K/A COCUY & ASSOCIATES, P.A.**

Dear Madam or Sir:

Please find enclosed, a Certificate of Amendment of Certificate of Incorporation for the above-referenced Corporation. Would you please register the Amendment in your records and provide a certified copy of the same to me. I enclose a check in the amount of \$43.75 for filing the Amendment (\$35) and purchase of a certified copy (\$8.75).

In the event any questions arise or you need anything additional in order to register this change, please don't hesitate to contact me. Your courtesies in forwarding the certified copy of the Certificate of Amendment to the address reflected on this letterhead is greatly appreciated.

Sincerely,



John M. Severson

lkd
encl
cc: Juan Cocuy

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MARTINELLI, COCUY & ASSOCIATES, P.A., a Florida Corporation, under its
Corporate Seal and the hands of its President and Secretary, Juan Cocuy, hereby certify that:

1. The Board of Directors of said Corporation at a meeting called and held on the 11th
day of November, 2002, adopted the following resolution:

“RESOLVED, by the Board of Directors of MARTINELLI, COCUY &
ASSOCIATES, P.A., a Florida Corporation, that said Board deems it advisable,
that ARTICLE I of the Certificate of Incorporation be amended, changed, and
altered to read as follows:

ARTICLE I

“The name of this Corporation shall be:

COCUY & ASSOCIATES, P.A.

BE IT FURTHER RESOLVED by said Board of Directors that a special meeting
of the stockholders of record entitled to vote for the consideration of said
Amendment be and the same is hereby called to be held at the office of the
Corporation at 5:00 o'clock p.m. on the 11th day of November, 2002.

2. The meeting of the stockholders of the Corporation called by the Board of Directors,
as aforesaid, was held on the 11th day of November, 2002, and at said special meeting of the
stockholders, said Amendment of Certificate of Incorporation was duly adopted by the
unanimous vote of all the stockholders.

IN WITNESS WHEREOF, said Corporation has caused this Certificate to be signed in its name by its President and its Corporate Seal to be hereto affixed and attested by its Secretary this 30th day of November, 2002.

ATTEST:

Juan Cocuy
Juan Cocuy, Secretary

COCUY & ASSOCIATES, P.A.

BY: Juan Cocuy
Juan Cocuy, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

ON THIS DAY personally appeared before me, the undersigned authority, JUAN COCUY, as President, and as Secretary, of the Corporation named in the foregoing Certificate of Amendment of Certificate of Incorporation, and known to me to be the persons described in and who executed the same as President and Secretary and acknowledged before me that said instrument is the free act and deed of said Corporation, executed by said Officers for the uses and purposes therein mentioned, that the seal attached thereto is the Corporation Seal of the Corporation, all under the authority vested in said officers by the Board of Directors of said Corporation.

WITNESS my hand and official seal in the aforesaid County and State, this 30th day of November, 2002.

Mary H. Baum
Notary Public

My Commission Expires: Aug. 20, 2004
My Commission Number is: CC962182

