1201 HAYS STREET **TALLAHASSEE, FL 32301-2607** 904-222-9171

800-342-8086



ACCOUNT NO.

072100000032

REFERENCE

207432

4346980

AUTHORIZATION

COST LIMIT : \$ 87,50

ORDER DATE: December 31, 1996

ORDER TIME :

4:54 PM

ORDER NO. : 207432-005

CUSTOMER NO:

4346980

200002043102--7

CUSTOMER: Ms. Diane Baker

Kalish & Ward

Suite 4100

101 East Kennedy Boulevard

Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME:

MORGENSTERN & COMPANY, P.A.,

CERTIFIED PUBLIC ACCOUNTANTS

EFFICTIVE DATE:

ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

FILED

97 JAN -2 PH 2:49

SECRETARY OF STATE TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

MORGENSTERN & COMPANY, P.A., CERTIFIED PUBLIC ACCOUNTANTS

MORGENSTERN & COMPANY, P.A., CERTIFIED PUBLIC ACCOUNTANTS, a corporation organized and existing under the laws of State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

- 1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on October 1, 1990. Article 10 of the Articles of Incorporation of the Corporation authorizes the Corporation to amend its Articles of Incorporation in accordance with the Florida Statutes.
- 2. The amendment to the Articles of Incorporation being effected hereby will completely delete Article 1 of the Articles of Incorporation as of the date hereof, and substitute in its place the Article 1 set forth below. As amended below, Article 1 of the Articles of Incorporation has the sole effect of changing the Corporation's name from "Morgenstern & Company, P.A., Certified Public Accountants."
- 3. Pursuant to Section 607.1003(6), Florida Statutes, this amendment to the Articles of Incorporation was approved by the written consent of the sole stockholder of the Corporation without the action of the board of directors, as of December 30, 1996.
- 1. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, and thereafter, the name of the Corporation shall be "MORGENSTERN, PHIFER & MESSINA, P.A., CERTIFIED PUBLIC ACCOUNTANTS" and Article 1 of the Articles of Incorporation of the Corporation shall read as follows:

ARTICLE 1 The name of this corporation shall be: MORGENSTERN, PHIFER & MESSINA, P.A., CERTIFIED PUBLIC ACCOUNTANTS

IN WITNESS WHEREOF, MORGENSTERN & COMPANY, P.A., CERTIFIED PUBLIC ACCOUNTANTS, has caused these Articles of Amendment of the Articles of Incorporation to be executed by its President this <u>30</u> day of December, 1996.

MORGENSTERN & COMPANY, P.A., CERTIFIED PUBLIC ACCOUNTANTS

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LLOYD J. MORGENSTERN, its President