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CATALANO, FISHER, GREGORY & SULLIVAN

CHARTERED
ATTORNEYS AT LAW

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January 3, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

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-01/07/97-0108-013
*****87.50*****87.50

FILED
97 JAN -6 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: CATALANO, FISHER & GREGORY, CHARTERED

Gentlemen:

Enclosed herein please find with respect to the above captioned corporation the Articles of Amendment to the Articles of Incorporation, in duplicate.

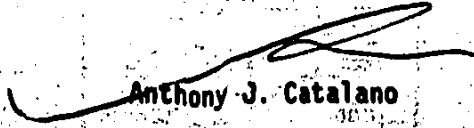
Also enclosed is our check in the amount of \$87.50 to be applied as follows:

Filing Fees	\$ 35.00
Certified Copy	52.50
	\$ 87.50

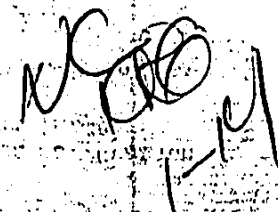
The certified copy of the Articles of Amendment should be returned to the undersigned.

If you have any questions concerning the enclosed, please do not hesitate to contact the undersigned.

Very truly yours,


Anthony J. Catalano

AJC:mjs
Enclosures



ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
CATALANO, FISHER, GREGORY & SULLIVAN, CHARTERED

FILED
97 JAN -6 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is CATALANO, FISHER, GREGORY & SULLIVAN, CHARTERED.
2. The text of the amendment is as follows:

SUBSTITUTE THE FOLLOWING ARTICLE I IN ARTICLES OF INCORPORATION IN
PLACE AND INSTEAD OF ARTICLE I:

ARTICLE I - NAME

The name of the corporation shall be CATALANO,
FISHER & GREGORY, CHARTERED

3. The amendment was duly adopted on the 3rd day of January, 1997.
4. The number of shares of the corporation outstanding at the time of adoption was 3165.0625 and the number of shares entitled to vote thereon was 3165.0625.
5. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>Number of Shares</u>
Common	3165.0625

6. The number of shares voted in favor of such amendment was 3165.0625 and the number of shares voted against such amendment was -0-.
7. The amendment was duly approved by the shareholders in accordance with the provisions of the Florida Business Corporation Act.

DATED: 1/3/97

CATALANO, FISHER & GREGORY,
CHARTERED

By: _____

ANTHONY J. CATALANO, President