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ATTORNEYS AND COUNSELORS AT LAW

Thomas M. (Mont) VanNess, Jr. Denise VanNess

J. Stephen Pullum, Of Counsel Marybeth L. Pullum, Of Counsel 6206 West Corporate Oaks Drive (Meadowcrest - Corporate Oaks) Crystal River, Florida 34429 Telephone: (352) 795-1444 Facsimile: (352) 795-0961

July 16, 1998

Division of Corporations Department of State Post Office Box 6327 Tallahassee, FL 32399

Re: RDS Financial Services, Inc.

000002593259---9 -07/20/98-91094-005 *****35.009******35.00

Dear Sir:

Enclosed you will find the original Articles of Amendment to change the name of the above-referenced corporation from RDS Financial Services, Inc. to Senior Planning Resources, Inc. Enclosed is our check in the amount of \$35.00 to cover the costs of filing fees. After the Articles of Amendment are filed, please return a certified copy of the Articles to this office.

Thank you for your cooperation and assistance. If you have any questions, please do not hesitate to call.

Best regards,

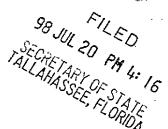
Thomas M. VanNess, Jr.

TMV:11 Enclosures wp-corp\desimone.sec

VS JUL 2 2 1998

NC

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF RDS FINANCIAL SERVICES, INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: Article I - Name

The name of the Corporation shall be:

SENIOR PLANNING RESOURCES, INC.

This amendment was adopted on this 15th day of July, 1998, by all of the shareholders and the board of directors. The number of votes cast for the amendment was sufficient for approval.

Signed this 15th day of July, 1998.

Richard Desimone, President

STATE OF FLORIDA COUNTY OF CITRUS

Before me, the undersigned Notary Public, personally appeared RICHARD W. DESIMONE, known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed such instrument for the purposes therein stated.

Sworn to and subscribed before me on this __/57H __ day of _______, 1998. Dr.Vths Literst # Dl55-759-50-302-0

Notary Public

My Commission Expires:

