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BASIC AMENDMENT**POSES & HALPERN, P.A.**

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|-----------------------|---------|
| Certificate of Status | 0 |
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| Estimated Charge | \$43.75 |

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*Amendment**Name Change**04/15/99**DC*

April 15, 1999

POSES & HALPERN, P.A.
150 W. FLAGLER ST., STE. 2626
MIAMI, FL 33130

SUBJECT: POSES & HALPERN, P.A.
REF: K98950

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Darlene Connell
Corporate Specialist

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
POSES & HALPERN, P.A.,
a Florida professional corporation**

Pursuant to Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, POSES & HALPERN, P.A., a Florida professional corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is: POSES & HALPERN, P.A.
2. The following is the amendment to the Articles of Incorporation, which has been adopted by the Board of Directors and Shareholders of the Corporation. Articles I and II of the Articles of Incorporation of the Corporation are amended in their entirety to read as follows:

ARTICLE I

NAME

The name of the corporation shall be: P&H HOLDINGS I, INC.

ARTICLE II

PURPOSE

Pursuant to Section 621.13(4), F.S., the Corporation hereby changes its business purpose from the rendering of professional services to the following: The general purpose or purposes for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

3. Article IX of the Articles of Incorporation of the Corporation shall be deleted in its entirety.
4. Article X of the Articles of Incorporation of the Corporation shall be deleted in its entirety.
5. The above amendments were adopted and approved by a sufficient number of votes of the shareholders and by all of the directors of the Corporation on March 30, 1999.

Prepared by:
Stephen P. Johnson, Esq.
Florida Bar No. 0136387
2601 South Bayshore Drive, 19th Floor
Miami, Florida 33133
(305) 854-5900

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IN WITNESS WHEREOF, the undersigned, as Secretary of the Corporation, has executed these Articles of Amendment as of 3/30, 1999.

POSES & HALPERN, P.A., a Florida
professional corporation

By:


Jay Halpern, Secretary

H99000008864 3