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February 16, 2001

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*****35.00 *****35.00

Division of Corporations
Department of State
The Capitol
P. O. Box 6327
Tallahassee, FL 32314

Re: Price, Donoghue & Ridenour Management, P.A.

Gentlemen:

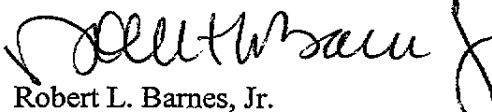
Enclosed is the original and one signed copy of the Articles of Amendment to Articles of Incorporation of the above corporation. We have also enclosed a check in the amount of \$35.00 for the filing and certified copy fees.

Please process this at your earliest opportunity and return the certified copy of the Articles of Amendment to Articles of Incorporation to this office.

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

Sincerely,

TEW, BARNES & ATKINSON, L.L.P.


Robert L. Barnes, Jr.

RLB/II
Enclosures
pc: William E. Price

FILED
01 FEB 23 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

506918
228 NC + Amend
2-23-01
BY

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
PRICE, DONOGHUE & RIDENOUR MANAGEMENT, P.A.**

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed July 12, 1976, and assigned Document Number 506918.

FIRST: The name of the corporation is: Price, Donoghue & Ridenour Management, P.A.

SECOND: The following amendment of the Articles of Incorporation was adopted by the corporation:

Change of Name:

From: Price, Donoghue & Ridenour Management, P.A.
To: Price, Donoghue & Ridenour, Inc.

THIRD: The following amendment of the Articles of Incorporation was adopted by the corporation:

The number of authorized shares of the Corporation is increased from Five Hundred (500) to Fifty Thousand (50,000) common shares with a par value of one-one hundredth of a dollar (\$0.01) per share.

FOURTH: The amendments were adopted by the Board of Directors on the 21 day of January, 2001 and said vote was sufficient for approval.

FIFTH: The amendments were approved by a majority of the shareholders of the corporation on the 21 day of January, 2001 and said vote was sufficient for approval.

DATED: 2/15/01

PRICE, DONOGHUE & RIDENOUR MANAGEMENT, P.A.

By: William E. Price
William E. Price, President

By: Kimberly A. Mattei
Kimberly A. Mattei, Secretary

FILED
FEB 3 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA