5/9898 FRETDIN & ELLENGERG, P. A.

ATTORNEYS AT LAW SUITE 2500 344 WEST FLAGLER STREET MIAMI, FLORIDA 33130

PMILIP FREIDIN
BOARD CERTIFIED CIVIL TRIAL ATTORNEY
ANDREW L. ELLENBERG
ROGERT D. BROWN
FRANK M. PETOBA

TELEPHONE (305) 371-3666 TELEFAX (305) 371-6725

January 9, 1997

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, Fla. 32314

Re: Freidin & Ellenberg, P.A.

Amendment Filing

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' Gentlemen:

We are enclosing herewith the following:

- 1. Articles of Amendment to Articles of Incorporation of Freidin & Ellenberg, P.A. changing the name of the corporation to Freidin, Ellenberg & Brown, P.A.
- 2. Our check in the amount of \$87.50 representing the filing fee for the Amendment of Articles of Incorporation and a certified copy.
- 3. Copy of Written Consent of Board of Directors of Freidin & Ellenberg, P.A. to Amendment of Articles of Incorporation.

Very touly yours,

PHILIP FREIDIN

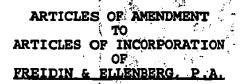
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Enclosures

cc: Allan H. Shore, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Freidin & Ellenberg, P.A., a Florida corporation (The "Corporation"), are hereby amended pursuant to the provisions of Section 607.10006, Florida Statutes, as follows:

Article I shall be deleted in its entirety and amended to read as follows:

"ARTICLE I.

The name of the corporation shall be Freidin, Ellenberg & Brown, P.A."

The undersigned hereby certifies that the foregoing amendment was duly adopted by all of the shareholders and sole director of the Corporation by written consent in lieu of a meeting on January 7, 1997.

FREIDIN, ELLENBERG & BROWN, P.A.

Philip Freidin, President

WRITTEN CONSENT OF BOARD OF DIRECTORS OF FREIDIN & ELLENBERG, P.A. TO AMENDMENT OF ARTICLES OF INCORPORATION

The undersigned, being the sole Director and all of the Shareholders of the above-named Florida corporation, eligible to vote, hereby declare, pursuant to Florida Statutes, Section 607.1006, their intention that the following amendment to the Articles of Incorporation be and is hereby adopted:

Article I is hereby amended to read as follows:

"The name of the corporation shall be FREIDIN, ELLENBERG, & BROWN, P.A."

IN WITNESS WHEREOF, the undersigned Director and Shareholders of this Corporation have executed this Statement Manifesting Intention that Amendment to Articles of Incorporation of FREIDIN & ELLENBERG, P.A. be adopted this 9th day of January, 1997.

DIRECTOR

Philip Freidin

SHAREHOLDERS:

Philip Freidin

Andrew P. Ellenberg

Robert D. Brown