

WILLIAMS, BRASFIELD, WERTZ, FULLER, FREEMAN & LOVELL

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

522969

May 19, 1999

JULIA R. BOLL
J. SCOTT BRASFIELD
STUART J. FREEMAN
JEFFREY R. FULLER
MARON E. "RON" LOVELL
BILLIE ANN O'HERN
DOUGLAS C. SALTARELLI
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JOHN W. WILLIAMS

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Florida Department of State
Division of Corporations
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Tallahassee, FL 32314

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Dear Sir/Madam:

Enclosed please find an original and one copy of the Minutes of the Special Joint Meeting of the Shareholders and Directors of Williams, Brasfield, Wertz, Fuller, Freeman & Lovell, P.A., and of the Amendment to the Articles of Incorporation of the Professional Association, changing the name. Please file the documents and provide us with a certified copy of same. Our firm check in the amount of \$43.75 representing your fees for filing and certifying a copy of the documents is also enclosed.

If you have any questions, please feel free to contact me at (727) 327-2258.

Yours very truly,

Jeffrey R. Fuller /s/
Jeffrey R. Fuller

/s/
Enclosures

NC
5-28-99
MS

FILED
99 MAY 21 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO
ARTICLES OF INCORPORATION

The following Amendment to the Certificate of Incorporation of WILLIAMS, BRASFIELD, WERTZ, FULLER, FREEMAN & LOVELL, PROFESSIONAL ASSOCIATION, a Florida corporation, was submitted and approved at a Special Joint Meeting of the Board of Directors and Stockholders of said corporation held on May 12, 1999, and thereat proposed by the Board of Directors to the Stockholders and duly approved at said meeting:

AMENDMENT:

The Articles of Incorporation of WILLIAMS, BRASFIELD, WERTZ, FULLER, FREEMAN & LOVELL, PROFESSIONAL ASSOCIATION, are hereby amended in the following respects:

- 1. Delete from said Articles of Incorporation all of Article I and submit therefor:**

"ARTICLE I

The name of this corporation is BRASFIELD, FULLER, FREEMAN, LOVELL & O'HERN, PROFESSIONAL ASSOCIATION."

CERTIFICATE OF STOCKHOLDERS APPROVAL

WE HEREBY CERTIFY that the Minutes of the Special Joint Meeting of the Board of Directors and Stockholders, held on May 12, 1999, reflect that the above Amendment to the Articles of Incorporation was approved by a majority vote in accordance with the By-Laws of the corporation.


J. SCOTT BRASFIELD, President

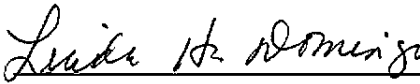
(Corporate Seal)

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99 MAY 21 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


JEFFREY R. FULLER, Secretary

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I HEREBY CERTIFY that on the 12th day of May, 1999, personally appeared before me, the undersigned authority, J. SCOTT BRASFIELD and JEFFREY R. FULLER, the President and Secretary, respectively, of WILLIAMS, BRASFIELD, WERTZ, FULLER, FREEMAN & LOVELL, PROFESSIONAL ASSOCIATION, a Florida corporation, to me well known and known to me to be the persons who signed the above Amendment to the Articles of Incorporation, and who acknowledged to me that they executed the foregoing as officers of the corporation for the purpose of obtaining an Amendment to the Articles of Incorporation as hereinabove set forth.


Notary Public

My Commission Expires:

