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LARSEN & ASSOCIATES, P.A.
ATTORNEYS AND COUNSELORS AT LAW

RICHARD E. LARSEN*
FRANK RUGGIERI

*ADMITTED IN FLORIDA AND ILLINOIS

34 E. PINE STREET
ORLANDO, FLORIDA 32801
TELEPHONE (407) 841-6555
FACSIMILE (407) 425-8536

December 20, 2001

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

Re: **Articles of Amendment to the Articles of Incorporation**
Rogers, Dowling, Fleming & Coleman, P.A.

200004739272--3
-12/26/01--01078--012
*****35.00 *****35.00

Dear Sir or Madam:

I am enclosing herewith an original of Amendment to the Articles of Incorporation (and one copy) for the above-named corporation for filing. In addition, a check in the amount of \$35.00 is enclosed representing the filing fee.

Upon filing, please return the certified copy of the Amendment of Articles of Incorporation to the undersigned. As we need the Amendment to be filed before the close of the year, your prompt attention to this matter is greatly appreciated.

Please do not hesitate to contact me if you have any questions.

Sincerely,

Lori J. Horchler
Lori J. Horchler
Paralegal

/ljh
Enclosures

FILED
01 DEC 26 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

T BROWN JAN - 2 2002

ARTICLES OF AMENDMENT

FILED
01 DEC 26 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as all of the shareholders of Rogers, Dowling, Fleming & Coleman, P.A., a Florida corporation, hereby adopt the following amendment to the Articles of Incorporation of Rogers, Dowling, Fleming & Coleman, P.A. pursuant to §607.1006, Florida Statutes:


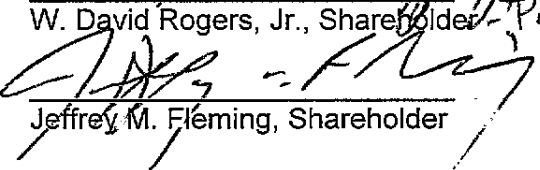
1. The name of the corporation as set forth in Article I is hereby deleted in its entirety and is replaced by the following, new corporate name:



Rogers, Dowling & Coleman, P.A.

2. All other references to the corporate name Rogers, Dowling, Fleming & Coleman, P.A. as contained in the Articles of Incorporation are hereby deleted and are replaced by the new corporate name, Rogers, Dowling & Coleman, P.A.

These Articles of Amendment are hereby adopted on the 18th day of December, 2001, by unanimous vote of the shareholders of the corporation. Said vote is sufficient for the approval of these Articles of Amendment pursuant to Article VII of the Article of Incorporation.


Signed this 18th day December, 2001.


W. David Rogers, Jr., Shareholder - President

Jeffrey M. Fleming, Shareholder


Duncan B. Dowling, III, Shareholder

James A. Coleman, Shareholder

STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me, this 19th day of December, 2001, by W. David Rogers, Duncan B. Dowling, III, Jeffrey M. Fleming, and James A. Coleman, who did not take an oath and all of whom are personally known to me.


Rhonda G. Cunningham
Notary Public
(Stamp or Seal)

