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

RICHARD E. LARSEN* FRANK RUGGIERI 34 E. PINE STREET ORLANDO, FLORIDA 32801

TELEPHONE (407) 841-6555 FACSIMILE (407) 425-8536

*ADMITTED IN FLORIDA AND ILLINOIS

December 23, 2002

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

Re: Articles of Amendment for

Rogers, Coleman, Pendas, Knapp & Dill, P.A.

Dear Sir or Madam:

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

Upon filing, please return the copy of the Articles of Incorporation to the undersigned. Your prompt attention to this matter is greatly appreciated.

Sincerely,

Lóri J. Horchler

Office Manager

LJH/jbf Enclosures

ARTICLES OF AMENDMENT

FILED

The undersigned, acting as all of the shareholders of Rogers, Dowling & Coleman, P.A., 9: 10 a Florida corporation, hereby adopt the following amendment to the Articles of Incorporation/of ORIDA Rogers, Dowling & 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, Coleman, Pendas, Knapp & Dill, P.A.

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

These Articles of Amendment are hereby adopted on the day of December, 2002, 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 23 day December, 2002.

W. David Rogers, Jr., Shareholder, / President

Duncan B. Dowling III, Shareholder

James A. Coleman, Shareholder

STATE OF FLORIDA COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me, this 3 day of Vecamber, 2002, by W. David Rogers, who did not take an oath who is personally known to me.

Notary Public (Stamp or Seal)

Christine M Butter

My Commission CC914453
Expires February 28, 2004

STATE OF FLORIDA COUNTY OF ORANGE

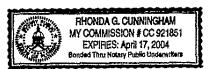
SWORN TO AND SUBSCRIBED before me, this Oth day of December, 2002, by Duncan B. Dowling, III, who did not take an oath and who is personally known to me.

Notary Public

STATE OF FLORIDA COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me, this <u>lab</u>day of <u>becember</u>, 2002, by James A. Coleman, who did not take an oath and who is personally known to me.

Phone & Cunningham
Notary Public
(Stamp or Seal)



PEGGY B. FULLER
MY COMMISSION # CC 879544
EXPIRES: Oct 13, 2003