



ACCOUNT NO. : 072100000032

REFERENCE

271750

80516A

AUTHORIZATION

COST LIMIT : \$ PPD

ORDER DATE: February 25, 1997

ORDER TIME : 9:04 AM

ORDER NO. : 271750-005

CUSTOMER NO:

80516A

10002096991--0 -02/25/97--01107--008 \*\*\*\*\*35.00 \*\*\*\*\*35.00

CUSTOMER: Carol Carlsen, Legal Asst

Kelley Herman & Mills Suite 206

1401 East Broward Boulevard Fort Lauderdale, FL 33301

DOMESTIC AMENDMENT FILING

NAME:

JACOBY, O'CONNOR AND MATTHEWS,

CORPORATION

EFFICTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

O:

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

\_ CERTIFICATE OF GOOD STANDING (

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

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## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION JACOBY, O'CONNOR AND MATTHEWS, CORPORATION

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation filed June 5, 1980, #672505.

FIRST: The name of the corporation is JACOBY, O'CONNOR AND MATTHEWS, CORPORATION

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

ARTICLE I of the Articles of Incorporation is hereby amended to read as follows:

"The name of this corporation is:

J. O'CONNOR & MATTHEWS, INC."

and the effective date of this name change shall be March 31, 1997.

THIRD: The amendment was adopted by a unanimous vote of the Board of Directors on the 19th day of February, 1997

FOURTH: The amendment was approved by a majority of the stockholders of the common stock of the corporation on the 19th day of February, 1997. This is the only voting group of the corporation, and a majority vote is sufficient for approval.

DATED: February 19, 1997

JACOBY, O'CONNOR AND MATTHEWS, CORPORATION

JAMES K. O CONNOR, President

Attest:

(SEAL)

JAMES K. O'CONNOR, Secretary

## UNANIMOUS WRITTEN CONSENT OF DIRECTORS AND SHAREHOLDERS IN LIEU OF MEETING

The undersigned, being all of the Directors and Shareholders of JACOBY, O'CONNOR AND MATTHEWS, CORPORATION, hereby consent to the taking of the following action in lieu of a meeting, and hereby waive any notice to be given in connection therewith:

WHEREAS, the Directors and Shareholders are desirous of changing the name of the corporation, it is hereby

RESOLVED by the Directors and Shareholders of JACOBY, O'CONNOR AND MATTHEWS, CORPORATION, a Florida corporation, the said Board and Shareholders deem it advisable, and hereby declare it to be advisable, that Article I of the Certificate of Incorporation be amended, changed and altered so as to read as follows:

"The name of this corporation shall be: J. O'CONNOR & MATTHEWS, INC."

and the effective date of the name change shall be March 31, 1997.

Executed by the undersigned as the Directors and Shareholders of JACOBY, O'CONNOR AND MATTHEWS, CORPORATION on this 19th day of February, 1997.

JAMES K. O'CONNOR, President/Director