

Division of Corporations

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Florida Department of State

Division of Corporations

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RIVERFRONT CITRUS MANAGEMENT, INC.

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ARTICLES OF AMENDMENT
OF
RIVERFRONT CITRUS MANAGEMENT, INC.

The undersigned corporation, in accordance with the Florida General Corporation Act and its By-Laws, hereby adopts the following Articles of Amendment:

ARTICLE I

Article I of this corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

"ARTICLE I

"The name of this corporation is: KNIGHT & ASSOCIATES, INC.

ARTICLE II

The Amendment has been adopted by written consent of all of the Directors and all of the Shareholders of the corporation, pursuant to Section 607.1003, Florida Statutes.

The effective date of such Consent and of this Amendment is as of the date hereof. A copy of such written consent is attached to these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Amendment on behalf of the corporation this 3 day of Aug., 1998.

RIVERFRONT CITRUS MANAGEMENT, INC.

By: 

D. Victor Knight, Jr., President/Secretary

**UNANIMOUS CONSENT OF SHAREHOLDERS AND DIRECTORS
OF RIVERFRONT CITRUS MANAGEMENT, INC.
IN LIEU OF SPECIAL MEETING**

This consent shall be in lieu of a special meeting of the Directors and Shareholders of RIVERFRONT CITRUS MANAGEMENT, INC.

The undersigned, being all of the shareholders and members of the Board of Directors of RIVERFRONT CITRUS MANAGEMENT, INC., acting without meeting pursuant to the Florida General Corporation Act and the By-Laws of the Corporation, does hereby consent to the amendment of Article I of the Articles of Incorporation so as to change the name of the corporation to KNIGHT & ASSOCIATES, INC. and approve and adopt the foregoing Articles of Amendment.

Dated: 8/3/, 1998

RIVERFRONT CITRUS MANAGEMENT, INC.

By: 

D. Victor Knight, Jr.
Shareholder/Director