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ATTORNEYS AT LAW**

2700 SUNTRUST FINANCIAL CENTRE
401 EAST JACKSON STREET
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CLG@RUDEN.COM

January 17, 2001

VIA CERTIFIED MAIL

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Amendment to Articles of Incorporation
Shear, Newman, Rosenkranz, Burton & Lamb, P.A.

Ladies and Gentlemen:

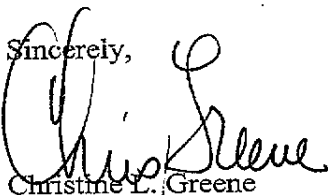
Enclosed are the following items in connection with the above:

800003634508--2
-02/06/01--01004--012
*****35.00 *****35.00

1. Articles of Amendment to Articles of Incorporation;
2. Copy of Action of the Shareholders by Written Consent in Lieu of Meeting; and
3. Filing fee check in the amount of \$35.00.

Please file the Articles of Amendment to Articles of Incorporation upon receipt of this transmittal and provide us with a receipt therefor in the enclosed, self-addressed return envelope. Should you have any questions regarding the enclosed, please call me collect. Thank you.

Sincerely,



Christine L. Greene

Paralegal

Enclosure

cc: Jeffrey Drew Butt, Esq. (w/o encl.)

FILED
01 JAN 22 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc

T. LEWIS JAN 22 2001

TPA:175814:1

FORT LAUDERDALE ■ MIAMI ■ NAPLES ■ PORT ST. LUCIE ■ SARASOTA ■ ST. PETERSBURG ■ TALLAHASSEE ■ TAMPA ■ WEST PALM BEACH

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February 1, 2001

Ms. Thelma Lewis
Florida Secretary of State Office
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation
Shear, Newman, Rosenkranz, Burton & Lamb, P.A.

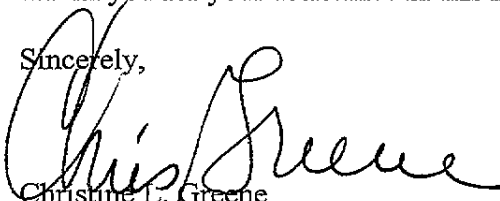
Dear Ms. Lewis:

Enclosed is our check in the amount of \$35.00 representing payment for the filing of documents sent to you on January 17, 2001. As you will recall, we inadvertently sent to you an unsigned check with the original documents. I have enclosed a copy of the original letter for your reference.

Please have the documents filed and return the unsigned check to me at your earliest convenience in the self-addressed envelope provided.

Thank you for your assistance in this matter and please call me should you have any questions.

Sincerely,


Christine L. Greene
Paralegal

CLG/mw
Encl.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
SHEAR, NEWMAN, ROSENKRANZ, BURTON & LAMB, P.A.**

FILED
01 JAN 22 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Article I of the Articles of Incorporation is hereby amended as follows:

Article I

Name of Corporation

The name of this corporation is:

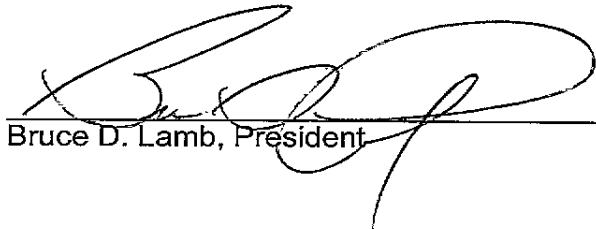
Shear, Rosenkranz & Lamb, P.A.

SECOND: The effective date of this amendment's adoption is January 3, 2001.

THIRD: This amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 3rd day of January, 2001.

Signature:



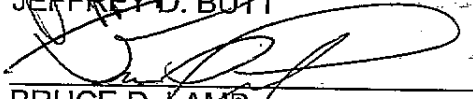
Bruce D. Lamb, President

**ACTION OF THE SHAREHOLDERS
BY WRITTEN CONSENT
IN LIEU OF MEETING**

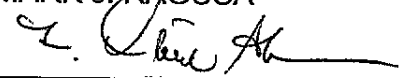
Pursuant to Section 607.0704, Florida Statutes, the undersigned, being the shareholders of Shear, Newman, Rosenkranz, Burton & Lamb, P.A., a Florida professional services corporation, (the "Corporation"), hereby consent to and approve the following resolutions by written consent and direct that this written consent to such action be filed with the minutes of the Corporation:

RESOLVED, that effective January 3, 2001 the name of the Corporation shall be Shear, Rosenkranz & Lamb, P.A. and that Articles of Amendment to the Articles of Incorporation evidencing said name change be filed with the Secretary of State of Florida.


JEFFREY D. BUTT


BRUCE D. LAMB


MARK J. RAGUSA


L. DAVID SHEAR


STANLEY W. ROSENKRANZ