NORTH ARMENTROUT & COMPANY, CPAs

1727 Second Street, Suite B Sarasota, Florida 34236 (941) 957-4242

F15126

December 12, 1997

Secretary of State State of Florida Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

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Dear Sir:

Enclosed herewith for filing are the "Articles of Amendment of William E. North, P.A." along with the original Articles of Corporation and Certificate for reference. Please note that the name of the corporation has been amended twice, the new name being North Armentrout & Company, CPAs, P.A. which was previously "North & Company, C.P.A.'s".

Also enclosed is our check for \$35.00 to cover the filing fee.

Thank you for your attention to this matter.

Very truly yours,

William E. North

WEN:jmc Enclosures



JAN -9 1998

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 6, 1998

WILLIAM E. NORTH 1727 SECOND STREET, SUITE B SARASOTA, FL 34236

SUBJECT: NORTH, ARMENTROUT & COMPANY, CPA'S, P.A.

Ref. Number: F15126

We have received your document for NORTH, ARMENTROUT & COMPANY, CPA'S, P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain Corporate Specialist

Letter Number: 598A00000571

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

North,	Armentrout and	Company,	CPAs,	P.A.	
(present name)					

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

See attached - Amendment 1

Resolution to amend Articles of Incorporation of William E North, P.A.

98 JAN 26 AM 9: 31
SECRETARY OF STATE.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: December 12, 1997
FOURTE	l: Adoption of Amendment(s) (CHECK ONE)
2	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
C	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by
	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 14 th of January , 19 98 .
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by
	the shareholders)
	ŗ*
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Title