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GALLOWAY, JOHNSON, TOMPKINS, BURR & SMITH

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THOMAS J. SMITH †
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† ADMITTED IN LOUISIANA
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▼ ADMITTED IN MISSISSIPPI
▲ ADMITTED IN GEORGIA
◊ ADMITTED IN ALABAMA
▼ ADMITTED IN MARYLAND
◊ ADMITTED IN NEW YORK

PLEASE REPLY TO THE NEW ORLEANS OFFICE

November 9, 1999

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-11/15/99--01099--008
*****43.75 *****43.75

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Name Change

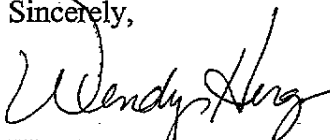
Dear Sir or Madam:

Enclosed herewith please find the following:

1. Application for Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida;
2. Original Certificate from the Louisiana Secretary of State certifying our firm's name change was filed; and;
3. Our firm check in the amount of \$43.75 representing payment for the filing of the Application and to pay for a certified copy to be returned to us.

If you should need any further information, please feel free to contact me at 504-363-4235 or Galloway, Johnson, Tompkins, Burr & Smith, Attention: Wendy Hergan, 701 Poydras Street, Suite 4040, New Orleans, Louisiana 70139.

Sincerely,


Wendy J. Hergan
Assistant Office Manager

FILED
99 NOV 15 AM 9:34
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

2. Louisiana 3. February 15, 1996
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 27, 1999


5. Galloway, Johnson, Tompkins, Burr & Smith, A Professional Law Corporation
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction



Signature

John E. Galloway

Typed or printed name

11-4-99
Date

President
Title

FILED
99 NOV 15 AM 9:34
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA
State of Louisiana
UNION JUSTICE AND CONFIDENCE
DUPLICATE

Jox McKeithen

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
a copy of an Amendment to the Articles of Incorporation of

GALLOWAY, JOHNSON, TOMPKINS & BURR
A PROFESSIONAL LAW CORPORATION

Domiciled at NEW ORLEANS, LOUISIANA, changing the corporate
name to

GALLOWAY, JOHNSON, TOMPKINS, BURR & SMITH,
A PROFESSIONAL LAW CORPORATION

Was filed and recorded in this Office on September 27, 1999.

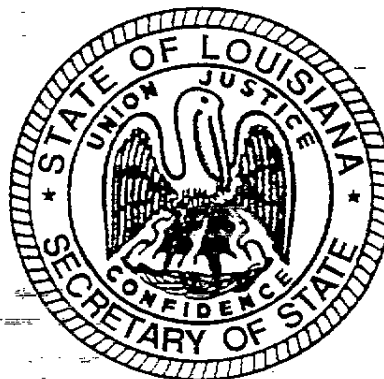
*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

September 27, 1999

Jox McKeithen

KGU 34241876D 34842909

Secretary of State



AMENDMENT	*	UNITED STATES OF AMERICA
TO	*	
THE ARTICLES OF INCORPORATION	*	STATE OF LOUISIANA
OF	*	
Galloway, Johnson, Tompkins & Burr	*	PARISH OF ORLEANS

BE IT KNOWN, that on this 16th day of August, 1999, before me, the undersigned authority, a notary public duly commissioned and qualified in and for the Parish of Orleans, State of Louisiana, therein residing, and in the presence of the witnesses hereinafter named and undersigned personally came and appeared: John E. Galloway, President, and Timothy F. Burr, Treasurer of Galloway, Johnson, Tompkins & Burr, A Professional Law Corporation, a professional law corporation organized and existing under the laws of the State of Louisiana, domiciled and having its principal place of business in the Parish of Orleans, Louisiana (the "Firm"), who declared that pursuant to the unanimous written consent of the shareholders of the Firm dated the 16th day of August, 1999, the shareholders of the Firm authorized the amendment of the Articles of Incorporation of the Firm to change the name of the Firm from Galloway, Johnson, Tompkins & Burr, a Professional Law Corporation to Galloway, Johnson, Tompkins, Burr & Smith, a Professional Law Corporation and that Apppearers now appear for the purpose of executing this act of amendment and putting into authentic form the amendment so agreed to by the unanimous written consent of the shareholders of the Firm.

Article I which states the name of the corporation to be Galloway, Johnson, Tompkins & Burr, a Professional Law Corporation and Galloway, Johnson, Tompkins, Burr & Smith, a Professional Law Corporation is amended in its entirety so that Article I now reads as follows:

"ARTICLE I

NAME

The name of this Corporation shall be and is Galloway, Johnson, Tompkins, Burr & Smith, a Professional Law Corporation."

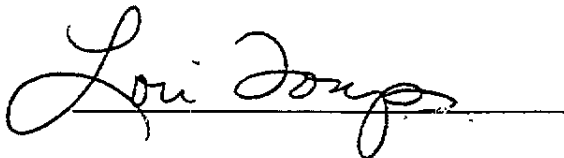
Appearers further declared that the foregoing amendment to the articles of incorporation of the Firm was adopted on the 16th day of August, 1999 by the written consent of all shareholders of issued and outstanding shares of the no par value common stock of the Firm and that the number of shares consenting to the amendment constitutes 100% of the shareholders entitled to vote under the Articles of Incorporation on amendments to the articles of incorporation and that the amendment has been authorized pursuant to applicable law and the Articles of Incorporation of the Firm.

THUS DONE AND PASSED in my office in the Parish of Orleans, Louisiana on the date and date hereinabove first written, in the presence of the undersigned competent witnesses and me, notary, after due reading of the whole.

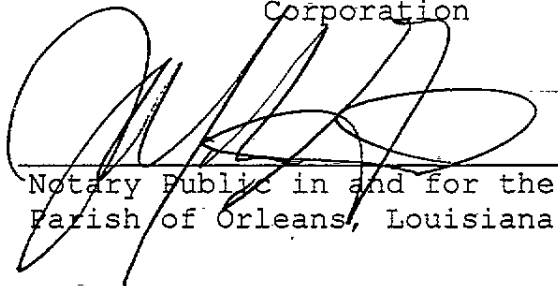
WITNESSES:



John E. Galloway
John E. Galloway, President
Galloway, Johnson, Tompkins &
Burr, a Professional Law
Corporation



Timothy E. Burr
Timothy E. Burr, Treasurer
Galloway, Johnson, Tompkins &
Burr, a Professional Law
Corporation



Notary Public in and for the
Parish of Orleans, Louisiana