

G58051

LAW OFFICES
STEVEN A. FRANKEL, P.A.

A PROFESSIONAL ASSOCIATION
THE CENTRE AT PALM & STIRLING
9900 STIRLING ROAD, SUITE 200
COOPER CITY, FLORIDA 33024

STEVEN A. FRANKEL
ALSO MEMBER NEW YORK BAR

(305) 432-2200
FAX (305) 437-7916

December 20, 2000

Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Steven A. Frankel, P.A.
Change of Name
Amendment to Articles of Incorporation

200003513152--7
-12/26/00--01090--018
*****35.00 *****35.00

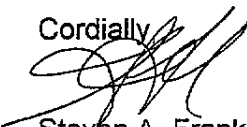
To whom it may concern:

Enclosed please find an original and two (2) copies of the Articles of Amendment changing the name of Steven A. Frankel, P.A. to Steven A. Frankel, Inc., together with our check in the amount of \$35.00 reflecting filing fees. Please return a conformed copy in the prepaid envelope enclosed to the following address:

Steven A. Frankel, P.A.
3660 Washington Lane
Cooper City, Florida 33026


Thank you for your time and consideration.

Cordially


Steven A. Frankel,

For the Firm

SAF/ms

FILED
00 DEC 26 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


T. LEWIS JAN 8 2001

ARTICLES OF AMENDMENT

TO

STEVEN A. FRANKEL, P.A.

FILED
00 DEC 26 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, AT A SPECIAL MEETING OF THE BOARD OF DIRECTORS AND SHAREHOLDERS, DULY CALLED AND HELD IN THE CITY OF COOPER CITY, FLORIDA ON THE 7TH OF DECEMBER, 2000, AT 10 A.M., AT WHICH MEETING 100% OF THE SHARES OF THE CAPITAL STOCK OF SAID CORPORATION ISSUED AND OUTSTANDING WERE REPRESENTED IN PERSON OR BY PROXY, A RESOLUTION WAS ADOPTED BY UNANIMITY AUTHORIZING THE CHANGE OF NAME OF THE CORPORATION TO STEVEN A. FRANKEL, INC.; AND

WHEREAS, THE OFFICERS WERE AUTHORIZED AND DIRECTED TO MAKE, EXECUTE AND FILE A CERTIFICATE UNDER THE CORPORATE SEAL OF THE CORPORATION EMBRACING THE FOREGOING RESOLUTION.

NOW, THEREFORE WITNESSETH:

1. ARTICLE I OF THE ARTICLES OF INCORPORATION OF THIS CORPORATION IS HEREBY AMENDED SO AS TO CHANGE THE NAME OF THE CORPORATION FROM

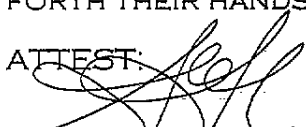
STEVEN A. FRANKEL, P.A.

TO

STEVEN A. FRANKEL, INC.

IN WITNESS WHEREOF, THE UNDERSIGNED OFFICERS HAVE HEREUNTO SET FORTH THEIR HANDS AND SEALS THIS 10TH DAY OF DECEMBER, 2000.

ATTEST:


STEVEN A. FRANKEL, AS
SECRETARY


STEVEN A. FRANKEL, AS
PRESIDENT

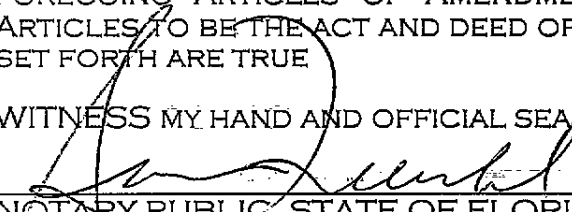
I HEREBY CERTIFY THAT ON THIS DAY PERSONALLY APPEARED

STEVEN A. FRANKEL,

AS SECRETARY AND PRESIDENT OF STEVEN A. FRANKEL, P.A.

TO ME WELL KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF AMENDMENT, AND WHO ACKNOWLEDGED THE SAID ARTICLES TO BE THE ACT AND DEED OF THE SIGNERS, AND THAT THE FACTS THEREIN SET FORTH ARE TRUE

WITNESS MY HAND AND OFFICIAL SEAL, THIS 10TH DAY OF DECEMBER, 2000.


NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES:



Sandra Frankel
My Commission CC687918
Expires October 12, 2001