



H32305

ACCOUNT NO. : 072100000032

REFERENCE : 723176 11758A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 43.75

FILED
2002 AUG 28 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 28, 2002

ORDER TIME : 9:54 AM

ORDER NO. : 723176-005

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CUSTOMER NO: 11758A

CUSTOMER: Jeffrey S. Wachs, Esq
Doumar Allsworth Curtis Cross
1177 Southeast Third Avenue

Fort Lauderdale, FL 33316

DOMESTIC AMENDMENT FILING

NAME: SUMMIT FINANCIAL CORP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore -- EXT# 1147

EXAMINER'S INITIALS: _____

RECEIVED
02 AUG 28 AM 10 36
DIVISION OF CORPORATION

C. Coulliette AUG 28 2002

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SUMMIT FINANCIAL CORP.**

FILED
2002 AUG 28 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is Summit Financial Corp., a corporation organized under the laws of the State of Florida, charter number H32305.

2. Article III of the Articles of Incorporation of Summit Financial Corp. is hereby amended to read in its entirety as follows:

ARTICLE III

The maximum number of shares of stock of this Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares at One Dollar (\$1.00) par value.

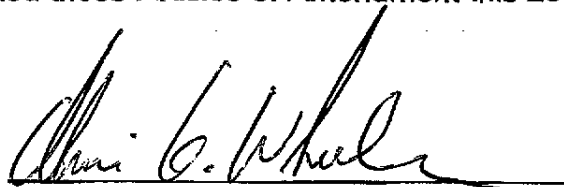
3. Article VI of the Articles of Incorporation of Summit Financial Corp. is hereby amended to read in its entirety as follows:

ARTICLE VI

The business of this Corporation shall be conducted by a Board of Directors which shall consist of a minimum of two (2) and a maximum of five (5) Directors.

4. The foregoing Amendment was unanimously adopted by the Board of Directors of the Corporation on August 20, 2002 and was approved on August 20, 2002 by unanimous written consent of all the Shareholders of the Corporation.

IN WITNESS WHEREOF, I have executed these Articles of Amendment this 20th day of August, 2002.


ALVIN WHEELER, President, Director
and Shareholder

**WRITTEN ACTION BY THE BOARD OF DIRECTORS AND SHAREHOLDERS
OF
SUMMIT FINANCIAL CORP.**

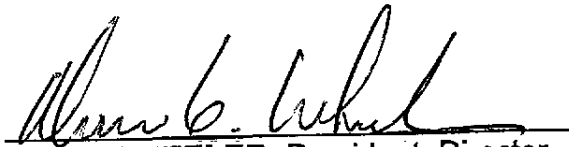
We, the undersigned, being all of the Directors and Shareholders of Summit Financial Corp., a Florida corporation (the "Corporation"), do hereby waive any notice requirement and, in lieu of a meeting of such Directors and Shareholders, severally and collectively consent in writing to the adoption of and do hereby adopt the following resolutions, pursuant to the provisions of the Florida corporation law as follows:

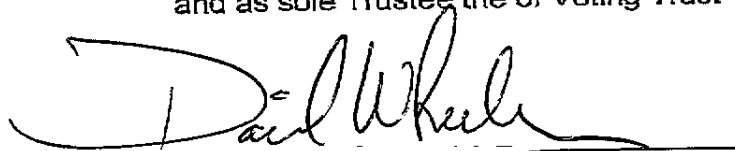
RESOLVED, that the Articles of Incorporation of the corporation are hereby amended to change the corporation's authorized capital stock to have One Thousand (1,000) shares authorized with a par value of One Dollar (\$1.00) per share.

FURTHER RESOLVED, that the Articles of Incorporation should further be amended to have the Board of Directors consist of a minimum of two (2) and a maximum of five (5) members.

RESOLVED, that the Officers of the Corporation should move forward and prepare and file any necessary amendments to amend the Articles of Incorporation of the Corporation and file the same with the Secretary of State of Florida.

Dated this 20th day of August, 2002.


ALVIN WHEELER, President, Director
and Shareholder on behalf of himself
and as sole Trustee the of Voting Trust


DAVID WHEELER, Director