

K66475

LAW OFFICES
KING, LEAVY & LANCASTER
PROFESSIONAL ASSOCIATION

MARSHALL KING
PETER H. LEAVY
KENNETH G. LANCASTER

OF COUNSEL
JANE R. LEAVY

SUITE 301
5975 SUNSET DRIVE
SOUTH MIAMI, FLORIDA 33143
TELEPHONE (305) 666-6000
FAX (305) 666-0474

March 24, 1998

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

RE: Amendment of the Articles of Incorporation of
CREATE AND CONSERVE WEALTH, INC.
File No.: 4310-110-92KL

FILED
98 MAR 30 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

50000240475--9
-03/27/98--01069--005
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find original and one copy of the Amendment of
Articles of Incorporation of CREATE AND CONSERVE WEALTH, INC.

Also, please find Check No. A 30898, in the amount of
\$35.00 covering the filing fee for the Articles of Incorporation
and a self stamped addressed envelope for the returning of the
document once it has been filed.

If you have any questions please do not hesitate to contact
me.

Very truly yours,

Janet Lopez-Avila
Janet Lopez-Avila
Secretary to Attorney
KENNETH G. LANCASTER, Esq.

Mr. Lancaster

GAVE

AUTHORIZATION BY PHONE TO

ADD DATE OF AUTH
03/12

jl 4/13
CRC

F:\USER\JANET\CORP\SECSTATE.LTR

Handwritten initials and date:
CRC
4/13

**AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
CREATE AND CONSERVE WEALTH, INC.**

**FILED
98 MAR 30 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned being all of the shareholders, amend the original Articles of Incorporation as follows: The date of adoption of the amendment is March 12, 1998.

ARTICLE I - NAME

The name of the corporation is changed to: **AMERICAL INVESTMENT MANAGEMENT, INC.**

ARTICLE II - ADDRESS

The principal address of this corporation is: **GABLES CORPORATE CENTER, 2100 PONCE DE LEON BOULEVARD, SUITE 1050, CORAL GABLES, FLORIDA 33134.**

ARTICLE III - CAPITAL STOCK

The number of common shares of Capital Stock: \$.01 par value is hereby increased from 100,000 to **200,000.**

The effective date of this amendment is **March 15, 1998.**

The officers, directors and shareholders affix their signatures hereto on the date set forth next to their names:



**IRWIN L. GROSS, President, Secretary,
Director and Sole Shareholder**

3/12/98
Date

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this ____ day of _____, 1998, by IRWIN L. GROSS, President of above corporation, who is personally known to me or who has produced _____ as identification.

NOTARY PUBLIC:

Sign: _____

Print: _____

STATE OF FLORIDA AT LARGE (Seal)

My commission expires: