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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

	SECTION OF THE PROPERTY OF THE
Payroll Benefits, Inc.	
(present name)	9E 8
and the provisions of section 607 1006. Florida Statute	s this Florida profit corporation adopts

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporations the following articles of amendment to its articles of incorporation:

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

Paragraph 1. of the Articles of Incorporation of the Corporation be amended to read in its entirety as follows:

"1. The name of the corporation is EPIX XII, Inc."

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:

Not applicable

THIRD: The date of each amendment's adoption: June 7, 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

Ş	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	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 amendments) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
S	igned this		
Signature	Pro Puttel		
J	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Peter D. Deutsch, Executive Vice President		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Typed or printed name		
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	Title		