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October 23, 1998

204570

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300002672433--3
-10/26/98--01090--007
*****43.75 *****43.75

Re: ELAINE BAKER GALLERY, INC.

To Whom It May Concern:

Enclosed is an original and one copy of the Articles of Amendment to the Articles of Incorporation of Jaffe Baker Gallery, Inc. changing the name of the corporation to Elaine Baker Gallery, Inc. Also enclosed please find a check in the amount of \$43.75 payable to the Florida Department of State representing the \$35.00 filing fee and \$8.75 for a certified copy of the Articles of Amendment.

Should you have any questions, please do not hesitate to contact the undersigned at the address indicated above in the above letterhead.

Yours truly,



Solomon B. Zoberman

SBZ:blg

Enclosure

cc: Ms. Elaine Baker (w/o encl.)

«BOCA:2644_1 / 43185-0001»

FILED
98 OCT 26 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
TLLA OCT 29 1998

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
JAFFE BAKER GALLERY, INC.

FILED
98 OCT 26 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1003 and Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of Amendment to its Articles of Incorporation:

1. The following provisions of the Articles of Incorporation of JAFFE BAKER GALLERY, INC., a Florida corporation, filed in Tallahassee on July 26, 1989, and amended by Articles of Amendment filed in Tallahassee on November 5, 1990, be and they hereby are further amended in the following particulars:

Article I be and it hereby is amended to read as follows:

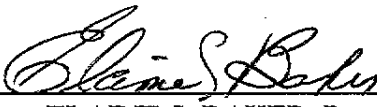
"The name of the corporation shall be ELAINE BAKER GALLERY, INC."

2. The foregoing amendment was adopted by the Shareholders and Directors of the corporation on the 1st day of May, 1998.

3. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 23rd day of October, 1998.

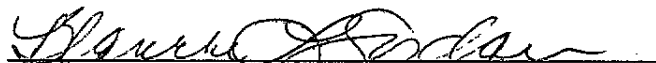
ELAINE BAKER GALLERY, INC.
A Florida Corporation

By: 
ELAINE S. BAKER, President

Attest: 
ELAINE S. BAKER, Secretary

STATE OF FLORIDA)
)SS:
COUNTY OF PALM BEACH)

Sworn to before me by Elaine S. Baker, President of ELAINE BAKER GALLERY, INC., who is _____ (personally known to me) X (produced valid Florida driver's license as identification), this 23rd day of October, 1998.



Notary Public

My Commission Expires:



BLANCHE L. GORDAN
My Commission **CC513351**
Expires Nov. 30, 1999