

L31886

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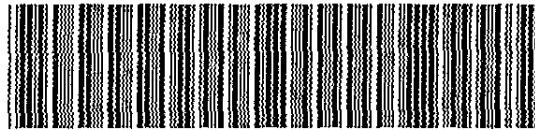
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Toby Cohen, P.A.
7125 Deer Point Lane
West Palm Beach, Fl 33411

To: Amendment Section, Division of Corporations

Subject: Amendment of Articles of Incorporation

Document # L31886

The enclosed Articles of Amendment and fee are submitted for filing. Please return all correspondence concerning this matter to the following:

Toby Cohen
Toby Cohen, P.A.
7125 Deer Point Lane
West Palm Beach, Fl 33411

For further information concerning this matter, please call: Toby Cohen at 561 346-8559 (daytime number).

Enclosed is a check in the amount of \$35.00. Thank you for taking care of this matter.

Sincerely,



Toby Cohen

Encls.

Document Number L31886

The Board of Directors and all Shareholders of HILLCO, INC., at a meeting duly called and conducted at 9:00 a.m., February 23, 2004, at 7125 Deer Point Lane, West Palm Beach, FL 33411, pursuant to the provisions of Section 607.1006, Florida Statutes, adopted the following:

1. The corporation, HILLCO, INC., shall adopt a new corporate name, amending its Articles of Incorporation, effective upon filing of these Articles of Amendment, as follows:

Amendment to its Articles of Incorporation:

THE ARTICLES OF INCORPORATION FOR HILLCO, INC., ARE HEREBY AMENDED TO CHANGE THE NAME OF THE CORPORATION FROM HILLCO, INC. TO:

TOBY COHEN, P.A.

The amendments contained herein were approved by the Directors and Shareholders entitled to vote on the amendment, the Directors and Shareholders being Toby Cohen, who holds all of the shares of the corporation and who voted unanimously for the adoption of these amendments changing the name of the corporation and amending the Articles as set forth below:

2. The corporation further amends its Articles of Incorporation as follows:

Amendment to Article II by deleting and adding as follows:

~~The general nature of business to be transacted by this corporation is any business or business activity permitted under the laws of the State of Florida and the United States.~~

This professional service corporation shall be limited to engaging in all phases of real estate sales, management, brokerage, or such other related activities permitted by a licensee under F.S. Chapter 475, and other statutes regulating professionals involved in the purchase, sale and management of real estate in the State of Florida. In addition, the corporation may invest its funds in mortgages, stocks, bonds, or any other type of investment, and own real and personal property.

Amendment to Article III by adding the following:

None of the shares of this corporation may be issued to anyone other than an individual duly licensed pursuant to F.S. Chapter 475.

3. Other than as modified hereby, the Articles of Incorporation shall remain as first written.
4. The Board of Directors approved this amendment to be filed with the office of the Department of State.

WHEREBY we set our hands and seals on this 23 day of February, 2004.

HILLCO, INC. n/k/a
TOBY COHEN, P.A.

BY: Toby Cohen
Toby Cohen, President and Director

Sworn to and subscribed before me on this 23 day of February, 2004.

Sharon L. Sadler
Notary Public

SEAL:



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