

ROGERS, BOWERS, DEMPSEY AND PALADINO

L82596

ROBERT O. ROGERS
DAVID E. BOWERS
W. GLENN DEMPSEY
RICHARD PALADINO

TELEPHONE (407) 855-8800
TELECOPIER (407) 855-8400

December 9, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

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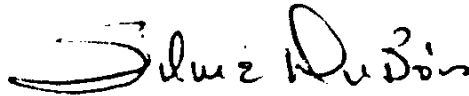
In re: Lubin and Gano, P.A.

Dear Sir/Madam:

Enclosed you will find a check in the amount of \$87.50 to cover the filing fee and cost of a certified copy of the Amendment to the Articles of Incorporation for the above-captioned corporation. If you have any questions, or require additional information, please give me a call.

Very truly yours,

ROGERS, BOWERS, DEMPSEY AND PALADINO



Silvie DuBois
Legal Assistant

/srd
Enclosure
a/s

511 1/2
Amend.

FILED
95 DEC 12 AM 9:08
SEC. OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 23, 1996

Silvie DuBois
Rogers, Bowers et al
505 S. Flagler Dr., Suite 1330
West Palm Beach, FL 33401

SUBJECT: LUBIN & GANO, P.A.
Ref. Number: L82596

We have received your document for LUBIN & GANO, P.A. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 096A00056914

ROGERS, BOWERS, DEMPSEY AND PALADINO

ATTORNEYS

**FLAGLER CENTER TOWER
808 SOUTH FLAGLER DRIVE
SUITE 1330
WEST PALM BEACH, FLORIDA 33401**

**ROBERT O ROGERS
DAVID E BOWERS
W GLENN DEMPSEY
RICHARD PALADINO**

December 26, 1996

**TELEPHONE (407) 855-8480
TELECOPIER (407) 855-8480**

Secretary of State
Department of State
attn: Amendment Section
Post Office Box 6327
Tallahassee, FL 32314

In re: Lubin and Gano, P.A. (Ref. #L82596)

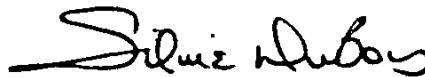
Dear Sir/Madam:

Pursuant to your letter, a copy of which is attached, and to my conversation with Susan of the Amendment section, I enclose the Amendment to the Articles of Incorporation which was originally submitted by us and rejected by your department due to a discrepancy in the name. Susan has assured me that the correct name is "Lubin and Gano, P.A." and that your records have been readjusted accordingly. Please record this Amendment based on the original date of receipt (i.e. December 12, 1996). If you have any questions, please give me a call.

Thank you for your prompt assistance in this matter.

Very truly yours,

ROGERS, BOWERS, DEMPSEY AND PALADINO



Silvie DuBois
Legal Assistant

And
Enclosure
a/s

**AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
LUBIN AND GANO, P.A.**

WHEREAS, the Directors and owners of all the common stock of LUBIN AND GANO, P.A., a Florida corporation, did unanimously approve at a meeting of the shareholders and directors held on November 27, 1996, subject only to approval thereof by the Secretary of State, State of Florida, amending Article IV: CAPITAL STOCK of its Articles of Incorporation for the purpose of amending the stock provision to allow for two (2) classes of common stock, Class A - Voting and Class B - Non-Voting.

NOW, THEREFORE, it is provided that the Articles of Incorporation shall be amended, as follows:

***ARTICLE IV: CAPITAL STOCK**

The Corporation authorizes the issuance of Ten Thousand (10,000) shares of common stock which shares shall consist of two classes. Class A - Voting shall have Nine Thousand Nine Hundred Seventy-five (9,975) shares authorized, having a par value of One Dollar (\$1.00) per share. Class B - Non-Voting shall have Twenty-five shares authorized, having a par value of One Dollar (\$1.00) per share. In all respect (other than voting rights) both Classes of common stock of the Corporation shall be identical. Certificates issued shall bear the legend required by Florida Statute Section 607.0449(1).*

FILED
96 DEC 12 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned President and Secretary have herunto set their hands and seals this 27 day of November, 1996.

LUBIN AND GANO, P.A., a Florida corporation

{Corporate Seal}

By: *Richard G. Lubin*
RICHARD G. LUBIN, President

ATTEST:

Thomas C. Gano
THOMAS C. GANO, Secretary

STATE OF FLORIDA)
COUNTY OF PALM BEACH) s.s.
)

I HEREBY CERTIFY that on this day before me, the officers duly qualified to take acknowledgements, personally appeared RICHARD G. LUBIN and THOMAS C. GANO, the President and Secretary of LUBIN AND GANO, P.A., who are either personally known to me or who have produced their Florida drivers' licenses as identification, known to be the persons described in and who have executed the foregoing Amendment to the Articles of Incorporation and acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid this 27 day of November, 1996.

Lujan Gartner
Notary Public

My Commission Expires:

0042.Lubin.amd



LUJAN GARTNER
COMMISSION # CC 400281
EXPIRES NOV 01, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.