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FedEx

January 29, 2002

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

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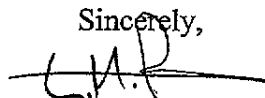
Re: Financial Security Planning Group, Inc.

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Amendment of Financial Security Planning Group, Inc., changing the authorized shares of common stock which we request be filed with the Department of State. Please send us a certified copy of the filed Articles of Amendment. Our check in the amount of \$43.75 to cover the filing fee and certified copy is enclosed.

Please call immediately if you have any questions.

Sincerely,



L.M. Ploucha

LMP:sy
Enclosures

cc: Mr. Gerald R. Falick (w/encl.)
Don Powell, C.P.A. (w/encl.)

RR
1/31/02

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FINANCIAL SECURITY PLANNING GROUP, INC.

FILED
02 JAN 30 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ITEM I.

Article III of the Articles of Incorporation of FINANCIAL SECURITY PLANNING GROUP, INC. is hereby amended to read:

ARTICLE III.

AUTHORIZED SHARES

The total authorized capital stock of this corporation shall consist of one hundred thousand (100,000) shares of common stock, par value One Cent (\$.01) per share, divided into fifty thousand (50,000) shares of Class A common stock and fifty thousand (50,000) shares of Class B common stock.

The Class A common stock shall have full voting rights on the basis of one vote per share. The Class B common stock shall have no voting rights.

Except as to voting rights, the Class A common stock and Class B common stock shall be equal in all respects.

Upon filing of these Articles of Amendment, each share of issued and outstanding common capital stock shall automatically be deemed converted to a share of Class A common stock.

ITEM II.

The foregoing Amendment was approved by the Directors and adopted by vote of the Stockholders sufficient for approval on the 12 day of January, 2001 2 APR

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have
executed these Articles of Amendment, this 17 day of January, 20012 spc


GERALD R. FALICK, President


RONA FALICK, Secretary