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Amend & N/C

JB
6/10

SACHER, ZELMAN, VAN SANT,
PAUL, BEILEY, HARTMAN, ROLNICK & GREIF, P.A.
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
1401 BRICKELL AVENUE • SUITE 700
MIAMI, FLORIDA 33131-3503

TELEPHONE: (305) 371-8797
TELECOPIER: (305) 374-2605
EMAIL: info@sacherzelman.com
WEBSITE : www.sacherzelman.com

June 1, 2005

Florida Secretary of State
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment to Articles of Incorporation of
Sacher, Zelman, Van Sant, Paul, Beiley, Hartman & Waldman, P.A.

Dear Sir or Madam:

Enclosed herewith are Articles of Amendment to Articles of Incorporation for filing in the State's records, together with out check in the amount of $43.75, representing the filing fee of $35.00 and $8.75 for a certified copy.

Please forward the certified copy of the Articles of Amendment to Articles of Incorporation to the undersigned. If you have any questions, please call immediately.

Sincerely,

Sonia Fernandez
Controller

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2005 JUN -8 AM 11: 24

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SACHER, ZELMAN, VAN SANT, PAUL, BEILEY, HARTMAN, & WALDMAN, P.A.

1. Article I of the Articles of Incorporation of SACHER, ZELMAN, PAUL, BEILEY, HARTMAN & WALDMAN, P.A., is hereby amended to read as follows:

ARTICLE I
NAME

The name of the corporation is SACHER, ZELMAN, VAN SANT, PAUL, BEILEY, HARTMAN, ROLNICK & GREIF, P.A.

2. The foregoing amendment was unanimously adopted by the Directors of the corporation on the 1st day of June 2005.

3. This Amendment was unanimously accepted by the Shareholders, therefore, the number of votes cast by the Shareholders was sufficient for approval.

The corporation has caused this Amendment to its Articles of Incorporation to be signed by its Directors on the 1st day of June, 2005.

B. Sacher
BARTON S. SACHER

Richard M. Zelman
RICHARD M. ZELMAN

Nancy Van Sant
NANCY VAN SANT

Roy M. Hartman
ROY M. HARTMAN

Joseph A. Sacher
JOSEPH A. SACHER

ALAN H. ROLNICK

MICHAEL T. GREIF

Action of the Board of Directors and Shareholders of Sacher, Zelman, Van Sant, Paul, Beiley, Hartman & Waldman, P.A. By Unanimous Written Consent In Lieu of Annual Meeting of Directors and Shareholders

The undersigned, being all of the Directors and Shareholders of Sacher, Zelman, Van Sant, Paul, Beiley, Hartman & Waldman, P.A., a Florida corporation (the "Company"), hereby consent in writing, without a meeting, in accordance with the Florida General Corporation Act, as of June 1, 2005, to the following action:

RESOLVED, that as of June 1, 2005, Glen H. Waldman has voluntarily resigned as Director of the Company and his resignation has this day been accepted by all of the Directors and Shareholders of the Company;

RESOLVED, that the name of the Company be changed to the following:

Sacher, Zelman, Van Sant, Paul, Beiley, Hartman, Rolnick & Greif, P.A.

RESOLVED, that the name and address of the newly appointed Officers and Directors of the Company are set forth below:

Barton S. Sacher Director, President, and Secretary	1401 Brickell Avenue Suite 700 Miami, Florida 33131
Richard M. Zelman Director, Vice President and Treasurer	1401 Brickell Avenue Suite 700 Miami, Florida 33131
Nancy Van Sant Director	1401 Brickell Avenue Suite 700 Miami, Florida 33131
Roy M. Hartman Director	1401 Brickell Avenue Suite 700 Miami, Florida 33131

Joseph A. Sacher Director	1401 Brickell Avenue Suite 700 Miami, Florida 33131
Alan H. Rolnick Director	1401 Brickell Avenue Suite 700 Miami, Florida 33131
Michael T. Greif Director	1401 Brickell Avenue Suite 700 Miami, Florida 33131

FURTHER RESOLVED, that the appropriate Officer of the Company is hereby authorized and directed to file with the Florida Secretary of State the Articles of Amendment to the Articles of Incorporation attached hereto as Exhibit "A" and to take whatever actions may be deemed to be necessary to effect the purpose and intent of the foregoing resolution.

FURTHER RESOLVED, that the elected Directors and Officers of the Company are to serve until the next annual meeting of Shareholders and until their respective successors are elected and qualified.

B. Sacher
BARTON S. SACHER

Richard M. Zelman
RICHARD M. ZELMAN

Nancy Van Sant
NANCY VAN SANT

Roy M. Hartman
ROY M. HARTMAN

Joseph A. Sacher
JOSEPH A. SACHER

ALAN H. ROLNICK

MICHAEL T. GREIF