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MANCHEL, JOHNSON & WIGGINS

ATTORNEYS AND COUNSELORS AT LAW

ESTABLISHED 1977

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February 16, 2000

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OF COUNSEL
BRAD COHEN

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-02/18/00--01094--010

*****30.00 *****

#30.00

**RE: Name Change Certificate of Amendment
Change of Registered Agent**

Dear Secretary of State:

E-SENIOR, L.L.C. is changing its name and registered agent. Enclosed to complete this process please find the following:

1. Articles of Amendment to Articles of Organization of E-SENIOR, L.L.C.
2. Statement of Change of Registered Office and Registered Agent for E-SENIOR, L.L.C.
3. A check in the sum \$50.00 to cover the required filing fees.
4. A check in the sum of \$30.00 to cover the fees to receive a certified copy of the Certificate of Amendment to Change Name.

Please expedite these filings and forward the certified copy. Thanking you in advance for your cooperation.

Sincerely yours,

Norman G. Johnson

FOR:

Edward C. Conrad
1700 S.E. 9th. Street
Ft. Lauderdale, Fl. 33316
954-523-4542

ENCL

FILED
00 FEB 18 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtw
2/23

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

E-SENIOR, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

L99-1251

FIRST: The date of filing of the articles of organization was February 26, 1999.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:


RESOLVED, that the Original Articles of E-SENIOR, L.L.C. are hereby unanimously approved and adopted to change the name of said Florida Limited Liability Company to be as follows:

BANNER YEARS NETWORK, L.L.C.

FILED
00 FEB 18 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated

2-4, 00


Signature of a member or authorized representative of a member

Edward C. Conrad

Typed or printed name of signee

Filing Fee: \$25.00