# GELLER, GELLER, GARFINKEL & FISHER

BERNHARD GARFINKEL (1921-1997) JOSEPH S. GELLER STEVEN A. GELLER PEGGY FISHER, P.A. 2411 HOLLYWOOD BOULEVARD HOLLYWOOD, FLORIDA 33020

TELEPHONE BROWARD: (954) 920-2300 DADE: (305) 949-6600 FAX: (954) 920-6885 OF COUNSEL
DAVID M. LAZARUS
NEIL J. ROULT, LLM

Movember 18, 1998

Secretary of State Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, FL 32314 m37375

Re: Amendment to Articles of Incorporation, etc.

Dear Sir/Madam:

I am enclosing for your attention, an original and one (1) copy each, of the following documents:

- 1. Articles of Amendment to Articles of Incorporation of Lazarus & Fisher, P.A.
- Statement of Change of Registered Office or Registered Agent or both for Corporations.
- 3. Resolution by John D. Lazarus regarding his resignation from and corporate office.

I also enclose check # 2501 drawn by Lazarus & Fisher, P.A., in favor of Secretary of State, State of Florida, for \$70.00, your fees herein.

Pursuant to the telephone conversation of November 17, 1998, between an employees from your Department and my secretary, Thelma Callam, I understand that you will stamp one (1) copy each of the documents and return them to me confirming your receipt thereof.

If you have any questions or comments, please do not hesitate to contact me or my secretary, Thelma.

Sincerely

PEGGY FISHER

PF/tc Encs. (4)

Fisher.Peg\Corp\SOS.001

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### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

LAZARUS & FISHER, P.A.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

#### <u> Article One - Name</u>

Delete the name "LAZARUS & FISHER, P.A." Add new name "PEGGY FISHER, P.A."

# Article Five - Registered Office

Delete the address of the Registered Office
"3250 Mary Street, Suite 400, Coconut Grove, FL 33133"
Add new address "2411 Hollywood Boulevard, Hollywood, FL 33020"

## Article Seven - Directors

- 7.01 Delete the words "two members" Add the words "one member"
- 7.02 Delete "John D. Lazarus, 9100 South Dadeland Blvd. Suite 1141, Miami, FL 33156"

Delete the address of Peggy Fisher "9100 South Dadeland Blvd Suite #1141, Miami; FL 33156"

Add new address for Peggy Fisher "2411 Hollywood Blvd. Hollywood, FL 33020".

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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THIRD: The date of each amendment's adoption: 10/2/98
FOURTH: Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval byvoting group
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this 18th day of November 1998
Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
JOHN D. LAZARUS  Typed or printed name
PRESIDENT
Title