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WALLACE B. MCCALL, P.A.
WADE R. BYRD, P.A.
MICHEL BYRD ELLIS *
* MEMBER OF NEW YORK AND FLORIDA BAR

HARRY W. STEWART, JR.
(1907-1988)

June 24, 1997

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

300002223773--6
-06/26/97--01051--006
*****87.50 *****87.50

Re: Articles of Amendment to Articles
of Incorporation of Peters & Cook, Inc.
Changing its Corporate Name to
Royal Palm Capital, Inc.

Dear Sir:

Enclosed herewith please find original and one copy of
Articles of Amendment to Articles of Incorporation of Peters &
Cook, Inc. Changing its Corporate Name to Royal Palm Capital, Inc.

Also enclosed is check payable to the Secretary of State for
\$87.50 which is to cover the filing fee and a certified copy of the
Articles of Amendment.

Very truly yours,

Wade R. Byrd

WADE R. BYRD

WRB:fwf
Enclosures

FILED
97 JUN 26 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 4/30

n/c Amend

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
PETERS & COOK, INC.
CHANGING ITS CORPORATE NAME TO
ROYAL PALM CAPITAL, INC.

FILED
97 JUN 26 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statute 607.1006 of The Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Peters & Cook, Inc.
2. The text of the Amendment is as follow:

Article I is amended to read as follows:

The name of the corporation is Royal Palm Capital, Inc.

3. The Amendment changing the name of Peters & Cook, Inc. to Royal Palm Capital, Inc. was adopted June 23, 1997.

4. The Amendment changing the name of Peters & Cook, Inc. to Royal Palm Capital, Inc. was unanimously adopted by its Board of Directors and no shareholder action is required.

This Amendment to the Articles of Incorporation has been executed by Mark W. Cook, Vice-President and as a Director of this corporation this 23rd day of June, 1997 at the offices of the corporation located at 340 Royal Palm Way, Palm Beach, Florida.

ROYAL PALM CAPITAL, INC.

By: Mark W. Cook
MARK W. COOK, Vice President
and Director

Wade R. Byrd, Esquire
McCall and Byrd
340 Royal Palm Way
Palm Beach, FL 33480
Florida Bar No.: 091419