MCCALL & BYRD

340 ROYAL PALM WAY
PALM BEACH, FLORIDA 33480

TELEPHONE (561) 659 - 2411 TELEFAX (561) 655 - 7339

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.

Wale R. Synd

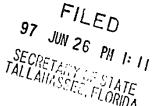
WADE R. BYRD

WRB: fww Enclosures

DAD (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.



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.

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