

M97000000358

WEISS & BLOCK CHARTERED

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March 9, 2000

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PERSONAL AND CONFIDENTIAL

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Rich Michaels & Associates, L.L.C.
Document Number: M97000000358

Dear Sir/Madam:

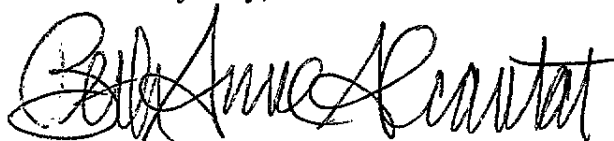
Enclosed please find the following documents to be filed for the purpose of changing the name of the above-captioned foreign limited liability company: 3/16

- (1) Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida;
- (2) Original certificate from the Delaware Secretary of State evidencing the Amendment in the jurisdiction of organization; and
- (3) A check in the amount of Twenty-Five Dollars (\$25) payable to "Florida Department of State" representing the filing fee.

Upon filing, please forward a letter of acknowledgement to me at address above.

Should you have any questions regarding this matter, please feel free to contact me.

Yours very truly,



Beth Anne Alcantar

BAA:lm
Encl.

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*****25.00 *****25.00

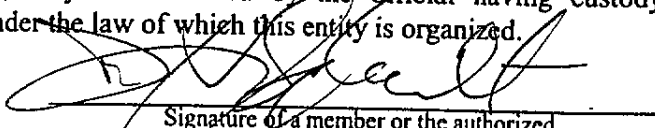
**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: RICH MICHAELS & ASSOCIATES, L.L.C.
2. Jurisdiction of its organization: DELAWARE
3. Date authorized to do business in Florida: JUNE 18, 1997

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? MARCH 6, 2000
5. New name of the limited liability company: D.H.S. & ASSOCIATES, L.L.C.
6. If the amendment changes the period of duration, indicate new period of duration:
N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: N/A
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of a member or the authorized
representative of a member

DOMINIC H. SCHILT, TRUSTEE OF THE DOMINIC H. SCHILT TRUST
Typed or printed name of signer

UNDER AGREEMENT DATED
DECEMBER 30, 1997, MEMBER

Filing Fee: \$25.00

00 MAR 16 PM 9:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED