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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

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OF OF TALLAHASSEE FLORIDA

CONFLUENCE MANAGEMENT GROUP, INC.

Pursuant to the authority of §607.1006 of the Florida Business Corporation Act, the undersigned corporation, Confluence Management Group, Inc. (the "Corporation"), hereby adopts and files the following Articles of Amendment to its Articles of Incorporation:

- (1) ARTICLE FIRST: The name of the Corporation is "Confluence Management Group, Inc."
- (2) ARTICLE SECOND: The amendment hereby adopted, effective immediately upon the filing of these Articles of Amendment with the Department of State of Florida, is that Article IV of the Articles of Incorporation of the Corporation is hereby deleted in its entirety, and is hereby replaced and superseded by the following new Article IV:

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is Two Million Five Hundred Thousand (2,500,000), One Million Five Hundred Thousand (1,500,000) of which shall be designated Class A Voting Common Shares with a par value of one cent (\$0.01) per share, and One Million (1,000,000) of which shall be designated Class B Non-Voting Common Shares with a par value of one cent (\$0.01) per share. Except to the extent otherwise required by applicable law, the Class B Voting Common Shares of the corporation shall not have voting rights on any matter submitted for a vote or consent of the shareholders of the corporation. The Class A Voting Common Shares and the Class B Voting Common Shares of the corporation shall be identical in all respects and rights other than voting rights. Upon the effective date of the filing of these Articles of Amendment with the Department of State of Florida, each of the One Hundred (100) currently issued and outstanding Common Shares of the corporation shall immediately thereupon become One Thousand (1,000) Class A Voting Common Shares of the Corporation.

(3) ARTICLE THIRD: The foregoing amendment to the Articles of Incorporation of the Corporation were adopted by written consent of the sole shareholder of the Corporation pursuant to §607.0704 and §607.1003 of the Florida Business Corporation Act on the 2 day of June, 2000, and such consent is sufficient for approval of such amendment.

In WITNESS WHEREOF, these Articles of Amendment have been executed by the Corporation, through its duly authorized officer, the <u>/7</u> day of June, 2000.

CONFLUENCE MANAGEMENT GROUP, INC.

Michael D. Barrett, President