Brook Fishero o o o o 28548

March 29, 2000

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: Articles of Amendment

Dear Ladies and Gentlemen:

Enclosed with this letter are Articles of Amendment to Articles of Incorporation of Miles Colin & Associates, Inc. The executed Articles of Amendment are to change the name of the company to Miller, Cohen & Associates, Inc. Also enclosed herewith please find check no. 2501 in the amount of \$35.00 representing the filing fee in this matter. Finally, enclosed is a self addressed stamped envelope to return the filed Articles of Amendment to my office.

Thank you in advance for your assistance in this matter.

Sincerely,

Brook E. Fisher, Esq.

BF/hh Enclosure

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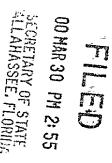
ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

		Miller,	Cohn	&	Associates,	Inc.				
•	(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)

Article I: Change name of corporation to Miller, Cohen & Associates, Inc.



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:

THIRD:	The date of each amendment's adoption: 3/29/00							
	: Adoption of Amendment(s) (CHECK ONE)							
0	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 by"							
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.							
X	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.							
Signature	Signed this29+h day ofMarch, 2000 Wan (By the Chairman of 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								
	Susan L. Kirschwing Typed or printed name							
	Incorporator							
	Title							