

P00000056453

LAW OFFICES  
**SOLKOFF & ZELLEN**  
A PROFESSIONAL ASSOCIATION

SCOTT M. SOLKOFF\*  
TODD R. ZELLEN\*\*

1901 South Congress Avenue • Suite 350 • Boynton Beach, Florida 33426  
Telephone (561) 733-4242 • Broward (954) 765-1035 • Fax (561) 733-4232

SOLKOFF & ZELLEN, P.A.  
is a law firm dedicated to helping  
the elderly, persons with disabilities,  
and their caregivers.

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\*Certified as a specialist in  
Elder Law by the Florida Bar



\*\*Master of Public Health

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Boca Raton, Coral Springs and  
Deerfield Beach by appointment

September 15, 2000

Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

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-09/26/00--01076--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Berkshire Asset Group, Inc.  
FL Corporation No. P00000056453

To Whom This May Concern:

The undersigned is counsel to Berkshire Asset Group, Inc. Please find enclosed check number 1253 in the amount of \$35.00 payable to the FL Dept of State to file Articles of Amendment for the above-listed corporation.

Thank you for your attention to this matter.

Very truly yours,

SOLKOFF & ZELLEN, P.A.

Todd R. Zellen

Encl.

*Note: Todd Zellen gave Authorization  
to delete 'initial' 10/4 78*

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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*Amend  
78 10/4/00  
KR*

FILED  
SECRETARY OF STAT.  
DIVISION OF CORPORATI  
00 SEP 26 PM 2:43

**ARTICLES OF AMENDMENT**

BERKSHIRE ASSET GROUP, INC., a Florida Corporation under the corporate seal and the hands of its President, and its Secretary, hereby certify that:

**I.**

The Board of Directors of said Corporation, at a meeting called and held September 1, 2000, adopted the following Resolution:

**BE IT RESOLVED** by the Board of Directors of BERKSHIRE ASSET GROUP, INC., A Florida Corporation, that said Board deems it advisable, and hereby declares it to be advisable that Article VI: Initial Board of Directors, of the Certificate of Incorporation be amended, changed and altered so as to read as follows:

<sup>TS</sup>  
The name and address of the ~~initial~~ Board of Directors of the corporation are

**Scott M. Solkoff**  
**1901 South Congress Avenue, Suite 350, Boynton Beach, Florida 33426**

**Todd R. Zellen**  
**1901 South Congress Avenue, Suite 350, Boynton Beach, Florida 33426**

**II.**

The meeting of the Stockholders of the corporation called by the Board of Directors as aforesaid was held on September 1, 2000, and at said special meeting of the Stockholder, and Amendment of the Certificate of Incorporation was duly adopted by the unanimous vote of all the Stockholders.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed in the name by its President, Scott M. Solkoff, and its corporate seal to be hereunto affixed to by its President and Secretary, Todd R. Zellen affixed and attested to by its Secretary, on this 15 Day of September, 2000.

By: *Scott M. Solkoff*  
SCOTT M. SOLKOFF, PRES.

By: *Todd R. Zellen*  
TODD R. ZELLEN, SECRETARY

STATE OF FLORIDA            )  
  )       SS  
COUNTY OF PALM BEACH    )

I HEREBY CERTIFY that on this 15 day of September, 2000 before me and personally known, personally appeared SCOTT M. SOLKOFF, as President and TODD R. ZELLEN, as Secretary, of BERKSHIRE ASSET GROUP, INC. a Florida Corporation, and acknowledged before me that they executed the above and foregoing Certificate of Amendment as such officers and for and on behalf of said corporation and having been duly authorized to do so.

WITNESS my hand and official seal at City of Boynton Beach, County of Palm Beach, State of Florida on this 15 day of September, 2000.



*Keith A. Mixon*  
Notary Public, State of Florida

Keith A. Mixon  
Print Name

My Commission Expires: 8/2004