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GOVONI, HALL AND ASSOCIATES
INTERNATIONAL ACCOUNTANTS AND IMMIGRATION CONSULTANTS

505 AVENUE A, NW - SUITE 102
WINTER HAVEN, FL 33881-4626
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e-mail: govoni@compuserve.com

July 9, 2001

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

700004467917--6:
-07/11/01--01003--005
*****35.00 *****35.00

RE: Articles of Amendment

To Whom It May Concern:

Enclosed are Articles of Amendment to Articles of Incorporation of Govoni, Hall & Associates, Inc. and Govoni, Hall & Associates Tax Services, Inc. Two checks in the amount of \$35.00 are included to cover the filing fees for the two companies.

Our address and telephone number are on the above letterhead.

If you have any questions, please do not hesitate to contact our office.

Sincerely,

Govoni, Harding & Associates Inc.

Brian R. Govoni/wld

Brian R. Govoni
BRG/wld
Enclosures

FILED
01 JUL 11 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/c

T BROWN JUL 16 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
01 JUL 11 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GOVONI, HALL AND ASSOCIATES TAX SERVICES, 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 - NAME OF THE CORPORATION IS CHANGED TO GOVONI, HARDING AND ASSOCIATES TAX SERVICES, INC. FROM GOVONI, HALL AND ASSOCIATES TAX SERVICES, 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:

SHARES OF COMMON STOCK FOR GOVONI HALL AND ASSOCIATES TAX SERVICES, INC. WILL BE EXCHANGED ON A ONE FOR ONE BASIS WITH COMMON STOCK OF GOVONI, HARDING AND ASSOCIATES TAX SERVICES, INC.

THIRD: The date of each amendment's adoption: JULY 9, 2001

FOURTH: Adoption of Amendment(s) (CHECK ONE)

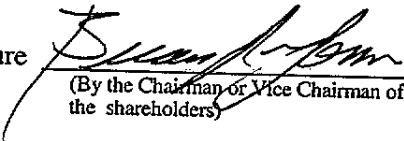
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 9TH day of JULY, 2001

Signature



(By the Chairman or 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

(By an incorporator if adopted by the incorporators)

BRIAN R. GOVONI

Typed or printed name

VICE PRESIDENT

Title