

P00000095732

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February 22, 2001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

4000003768784--1
-02/26/01--01155--002
*****35.00 *****35.00

RE: ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
FFS ROSS, BAKER AND ASSOCIATES, INC.

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of Articles of Amendment for FFS ROSS, BAKER AND ASSOCIATES, INC. and our firm's check in the amount of \$35.00 to cover your processing fee.

Kindly file the Amendment and return a copy of same to the undersigned in the enclosed, self-addressed stamped envelope.

Thanking you for your prompt attention to this matter, I remain,

Very truly yours,

Cindy J. Kindig
Secretary to
Joseph P. Mullen

Amend
2-28-01
JMS

/cjk

Enc.

corp/secstate.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB 26 AM 9:56

FILED

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FFS ROSS, BAKER AND ASSOCIATES, INC.**

FILED

01 FEB 26 AM 9:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The Articles Of Incorporation of FFS ROSS, BAKER AND ASSOCIATES, INC. which were filed with the Secretary of State on October 10, 2000 and which were assigned document number P00000095732 are hereby amended in the following respects.

2. The Articles Of Incorporation of FFS ROSS, BAKER AND ASSOCIATES, INC. is hereby amended to include a new Article VI which reads as follows:

ARTICLE VI - BOARD OF DIRECTORS

There shall be two (2) directors of the Corporation.

The name and address of the two (2) members of the Board of Directors of the Corporation as of the date of the filing of these Articles Of Amendment are: **Anthony Bressi**, 5277 N.W. 39th, Fort Lauderdale, Florida 33309 and **Patricia Devanny**, 1000 N.W. 56th Street, Suite B, Ft. Lauderdale, Florida 33309.

3. Article IV is amended to delete reference to Matthew Perrin as the Registered Agent and to replace with the following Registered Agent:

The name and address of the Registered Agent is: Patricia Devanny, 1000 N.W. 56th Street, Suite B, Fort Lauderdale, FL 33309.

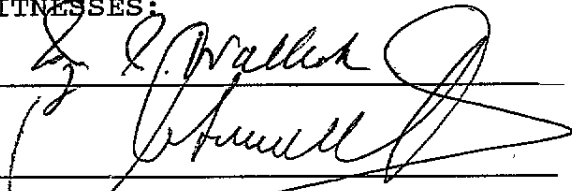
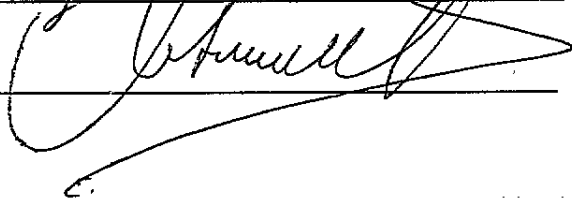
4. This Amendment was proposed and adopted on February 13, 2001 at a duly convened special meeting of the shareholders of the Corporation.

5. This Amendment shall become effective upon the filing of these Articles Of Amendment by the Department Of State.

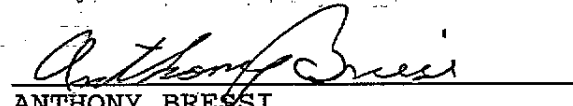
6. Except as otherwise modified herein, the Articles of Incorporation of the Corporation shall remain in full force and effect and are not otherwise modified or amended hereby.

IN WITNESS WHEREOF, the President and the Director of the Corporation has set his hand and seal this 13th day of February, 2001.

WITNESSES:


PATRICIA DEVANNY
President/Treasurer/Director


ANTHONY BRESSI
Director

STATE OF FLORIDA
COUNTY OF BROWARD

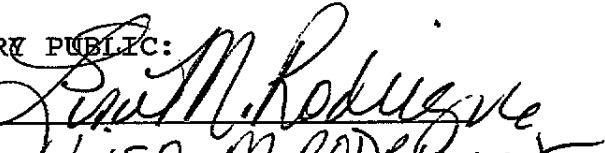
The foregoing instrument was acknowledged before me this 13th day of February, 2001, by PATRICIA DEVANNY, as President/Treasurer/Director of FFS ROSS, BAKER AND ASSOCIATES, INC., and by ANTHONY BRESSI, as Director of FFS ROSS, BAKER AND ASSOCIATES, INC., , who are personally known to me or who have produced Florida driver's license as identification.

BL# D150-692-56-824-0
B620-000-29-026

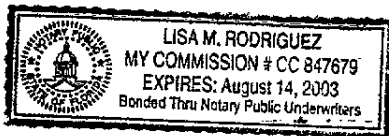
NOTARY PUBLIC:

SIGN

PRINT


LISA M. RODRIGUEZ
State of Florida at Large

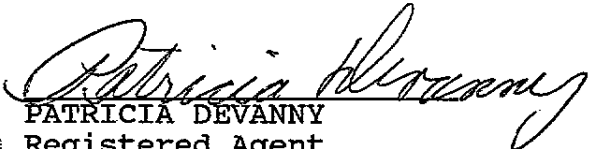
(SEAL)
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of the Florida Statutes relative to the proper performance of my duties.

Dated: February 13, 2001.


PATRICIA DEVANNY
Registered Agent

FILED
01 FEB 26 AM 9:56
CLERK OF STATE
TALLAHASSEE, FLORIDA