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Writer's e-mail: mgrabinski@gcjlaw.com

July 9, 2003

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

Re:

HDG Associates, Inc.

Dear Sir:

With respect to the above referenced entity, I enclose the following:

- 1. Articles of Amendment to Articles of Incorporation of HDG Associates, Inc. changing the name to "Stock Development Associates, Inc."
- 2. Check in the amount of \$35.00 made payable to Florida Secretary of State

If you have any questions, please contact our office. Otherwise we look forward to hearing from you shortly.

Very truly yours,

Matthew L. Grabinski

MLG/mk

Enclosure

S:\Grabinski\Stock Development\HDG Associates\Letter to Florida Secretary of State.doc

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF HDG ASSOCIATES, INC.

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JURE LANY UF STATE
ALLAHASSEE, FLORIDA

HDG Associates, Inc., a Florida corporation, organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to the provisions of *Florida Statutes Chapter 607*, and the written action of all of the Shareholders and Directors of the Corporation, in lieu of a special meeting, the following resolution was adopted on July 8th, 2003, amending the Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation filed with the Secretary of State of Florida be amended as hereinafter set forth:

"The name of this Corporation is Stock Development Associates, Inc."

The foregoing amendment was adopted by all of the shareholders of the Corporation. The number of votes cast for the amendment was sufficient for approval.

WHEREUPON, at Naples, Florida, this 8th day of July, 2003, the Corporation has caused its President to execute these Articles of Amendment to Articles of Incorporation so that on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

Brad Black Vice-President