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TAYLOR & TAYLOR
POST OFFICE BOX 2000
KEYSTONE HEIGHTS, FLORIDA 32656-2000

JAMES J. TAYLOR JR.

MARY A. TAYLOR

September 13, 2001

TELEPHONE
352-473-8181
FACSIMILE
352-473-8161

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

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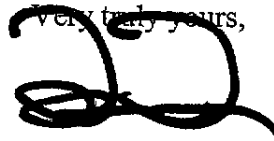
Re: Amendment of Articles of Incorporation of Oxford Associates, Inc.

Dear Sirs:

Enclosed for filing are the original and a copy of articles of amendment to the articles of incorporation for the corporation referenced above, for the purpose of changing the corporation's name to Oxford Financial Affiliates Group, Inc.

Also enclosed is our firm check in the amount of \$35.00 for the filing fee.

Please return a copy of the filed articles of amendment to this office.

Very truly yours,


James J. Taylor Jr.

FILED
01 SEP 14 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

T BROWN SEP 20 2001

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
OXFORD ASSOCIATES, INC.

FILED
01 SEP 14 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Oxford Associates, Inc. ("the Corporation"), by and through its undersigned President and Secretary, files these Articles of Amendment pursuant to Florida Statutes Section 607.1006.

The following amendment was adopted by the shareholders of the Corporation on September 13, 2001. The number of shareholder votes cast for the amendment was sufficient for approval.

The text of the amendment is as follows:

"RESOLVED, that the name of the Corporation shall be changed from Oxford Associates, Inc. to Oxford Financial Affiliates Group, Inc., and, accordingly, Article I of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

ARTICLE I

The name of the Corporation ("Corporation") is Oxford Financial Affiliates Group, Inc.

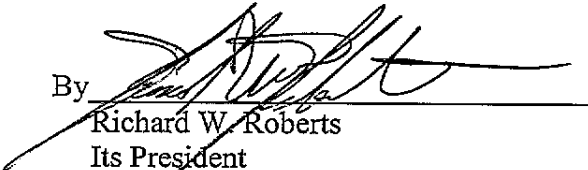
and

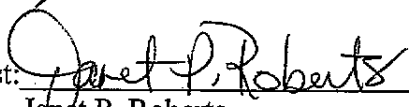
"RESOLVED, that the President and Secretary of the Corporation are authorized and directed to file appropriate Articles of Amendment with the Florida Secretary of State, Division of Corporations, to provide notice of, and to effectuate, the foregoing name change, to be effective upon such filing."

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment on September 13, 2001.

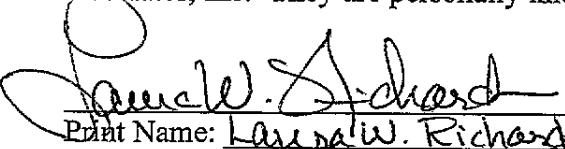
OXFORD ASSOCIATES, INC.

By 
Richard W. Roberts
Its President

Attest: 
Janet P. Roberts
Its Secretary

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing Articles of Amendment were acknowledged before me this 13th day of September, 2001, by Richard W. Roberts, as President of Oxford Associates, Inc., and Janet P. Roberts, as Secretary of Oxford Associates, Inc. They are personally known to me.


Print Name: Laura W. Richardson
Notary Public, State of Florida

[Seal]



Laura W. Richardson
MY COMMISSION # CC973440 EXPIRES
October 8, 2004
BONDED THRU TROY FAIN INSURANCE, INC.