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March 30, 2001

*** Board Certified Criminal Trial Lawyer**

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

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-04/04/01--01033--013
*******43.75 *****43.75**

Re: Articles of Amendment for
Daly Colliers & Associates, Inc.

Dear Sir/Madam:

Enclosed please find two executed Articles of Amendment to the Articles of Incorporation for Daly Colliers & Associates, Inc. Please return a certified copy of said Articles to this office for forwarding to our client.

Also enclosed is a check in the amount of \$ 43.75 for the cost of the filing fee and a certified copy.

Thank you for your assistance in this matter.

Very truly yours,


ERIC E. LUDIN

EEL/jeh
Enclosures as stated

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT

TO THE
ARTICLES OF INCORPORATION FOR
DALY COLLIERS & ASSOCIATES, INC.

DALY COLLIERS & ASSOCIATES, INC., a Florida corporation, hereby amends its Articles of Incorporation as follows:

1. The new name for the corporation will be: **DALY COMMERCIAL MANAGEMENT, INC.**

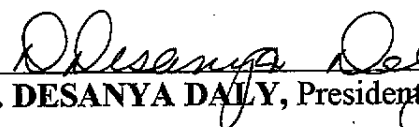
2. The effective date of this Amendment shall be as of the signing of this Amendment.

3. This Amendment has been adopted by a unanimous vote of the Shareholders of the Corporation. The Shareholders have the exclusive right to amend the Articles of Incorporation and, by their signatures below, the Shareholders hereby unanimously consent to the above Amendment.

IN WITNESS WHEREOF, the undersigned, as President and Secretary of the Corporation, have executed these Articles of Amendment on this 7th day of February, 2001.

Attest:


D. DESANYA DALY
Corporate Secretary


D. DESANYA DALY, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

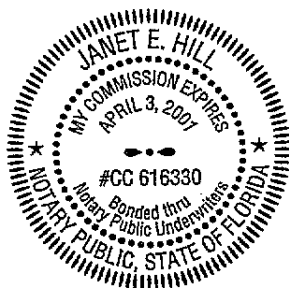
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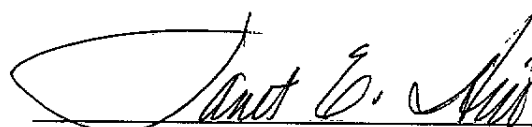
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STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

Before me, a Notary Public authorized to take acknowledgments in the State and county set forth above, personally appeared **D. DESANYA DALY**, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the foregoing Articles of Amendment for the uses and purposes described therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of February, 2001.





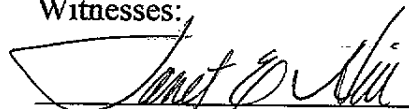
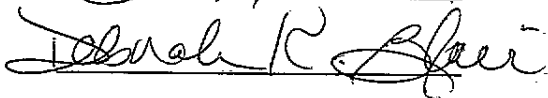
NOTARY PUBLIC

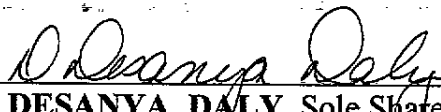
My Commission Expires:

**UNANIMOUS CONSENT OF THE SHAREHOLDERS TO THE
AMENDMENT TO ARTICLES OF INCORPORATION**

The undersigned, being the owner and holder of One Hundred Percent (100%) of the outstanding common stock of **DALY COLLIERS & ASSOCIATES, INC.**, a Florida corporation, hereby unanimously consent to the above Articles of Amendment on this 7th day of February, 2001.

Witnesses:


D. DESANYA DALY, Sole Shareholder