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PHONE: (561) 218-9323 Cellular: (954) 695-7323

TAX MANAGEMENT
CORPORATION
TAX AND FINANCIAL PLANNING

Anthony V. Salerno

Villa Portofino Dial 084 at Gate 9016 Villa Portofino Circle Boca Raton, FL 33496

FAX: (561) 218-0997 EMAIL: TMC1040@AOL.com

> 600006532656--7 -07/19/02--01046--011 *****43.75 *****43.75

> > 02 JUL 19 PM I2: 27 SECRETARY OF STATE JALLAHASSEE, FLORID

7/19/02 Amed.

FILED

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION SECRETARY OF STATE TALLAHASSEE. FLORIDA

PREMIER BENEFITS CONSULTANTS, INC.

(present name)

P01000013755

(Document Number of Corporation (If known)

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 II - New Address: 9016 Villa Portofino Cicle Boca Raton, FL 33496

ARTICLE IV - 1,000 shares of Common Stock originally issued to Anthony V. Salerno, remain the same.

ARTICLE V - CEO - President - Treasurer: Anthony V. Salerno 9016 Villa Portofino Circle Boca Raton, FL 33496

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:

THIRD:	The date of each amendment's adoption: 7/15/01	- <u>-</u>
FOURTH	: Adoption of Amendment(s) (CHECK ONE)	
X	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)	· · · · =
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_	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 15 day of Feeling, 2001.	1-7 <u></u>
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)	
	(Typed or printed name)	- <u>.</u>
	(Title)	