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OFFICES
MANDEL, WEISMAN, KIRSCHNER & BRODIE, P.A.

BOCA CORPORATE CENTER
2101 CORPORATE BOULEVARD, SUITE 300
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1-800-416-2249

MITCHELL B. KIRSCHNER*
Est. 225
E-Mail: kirschner@mwpalaw.com

*Fla. Bar Certified in Real Estate Law

June 7, 2001

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*****35.00 *****35.00

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

RE: BLA&L Associates, Inc.

Dear Sir or Madam:

Enclosed herewith please find the Amendment to Articles of Incorporation of BLA&L Associates, Inc. for filing with the Florida Department of State, together with this firm's check in the sum of \$35.00.

If you have any questions or require any additional information, please contact me at the above number collect.

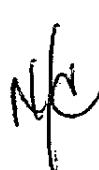
Very truly yours,



Mitchell B. Kirschner

MBK/whl
Enclosures
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



T BROWN SEP - 7 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 19, 2001

MITCHELL B. KIRSCHNER
MANDEL, WEISMAN, KIRSCHNER & BRODIE, PA
2101 CORPORATE BLVD., SUITE 300
BOCA RATON, FL 33431

SUBJECT: WATINE & ASSOCIATES, INC.
Ref. Number: P01000040695

We have received your document for WATINE & ASSOCIATES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The heading of the document should read: AMENDMENT TO ARTICLES OF INCORPORATION OF WATINE & ASSOCIATES, INC.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The capacity of the officer/director signing should be indicated. Ex. President, Vice President, Chairman of the Board, etc.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6050.

Teresa Brown
Corporate Specialist

Letter Number: 101A00037266

LAW OFFICES
MANDEL, WEISMAN, KIRSCHNER & BRODIE, P.A.

BOCA CORPORATE CENTER
2101 CORPORATE BOULEVARD, SUITE 300
BOCA RATON, FL 33431
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1-800-416-2249

DANIEL S. MANDEL
Ext. 223
Email: dmandel@mwkpalaw.com

July 11, 2001

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

Re: Letter No. 101A00037266
Watine & Associates, Inc.

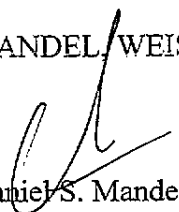
Dear Ms. Brown:

Enclosed please find a revised Amendment to the Articles of Incorporation of Watine & Associates, Inc. Please file same appropriately with the records of the Secretary of State.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

MANDEL, WEISMAN & BRODIE, P.A.


Daniel S. Mandel

DSM/sb
enclosure



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 29, 2001

MITCHELL B. KIRSCHNER
MANDEL, WEISMAN, KIRSCHNER & BRODIE, PA
2101 CORPORATE BLVD., SUITE 300
BOCA RATON, FL 33431

SUBJECT: WATINE & ASSOCIATES, INC.
Ref. Number: P01000040695

We have received your document for WATINE & ASSOCIATES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The name of the entity must be identical throughout the document.

The date of adoption of each amendment must be included in the document.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The capacity of the officer/director signing should be indicated. Ex. President, Vice President, Chairman of the Board, etc.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Corporate Specialist

Letter Number: 501A00049291

LAW OFFICES
MANDEL, WEISMAN & BRODIE, P.A.

BOCA CORPORATE CENTER
2101 CORPORATE BOULEVARD, SUITE 300
BOCA RATON, FL 33431
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SOUTH FLORIDA TOLL FREE
1-800-416-2249

Daniel S. Mandel
Ext. 223
Email: dmandel@mandelweisman.com

September 4, 2001

Ms. Teresa Brown
Florida Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

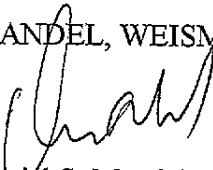
Re: Watine & Associates, Inc.
Ref. #P01000040695

Dear Ms. Brown:

Referencing Watine & Associates, Inc. per your request enclosed please find the revised Amendment to Articles of Incorporation where the name of the corporate entity is consistent throughout. As such, please file this of record.

Very truly yours,

MANDEL, WEISMAN & BRODIE, P.A.


Daniel S. Mandel

DSM/al

Enclosure

**AMENDMENT TO ARTICLES OF INCORPORATION
OF WATINE & ASSOCIATES, INC.**

At a duly called meeting attended by all of the Directors and Shareholders of Watine & Associates, Inc., a Florida corporation having filed its Articles of Incorporation on April 20, 2001 under document number P01000040695 and


WHEREAS, by unanimous vote the Directors and Shareholders of the Corporation have unanimously resolved and agreed to amend the Articles of Incorporation of the Corporation as follows:

1. Article I of the Articles and all other references to the name of the Corporation shall hereinafter be changed to:

BLA&L Associates, Inc.

The amendment was adopted by the shareholders and directors on May 21, 2001.

DATED: May 29, 2001


ROBERT WATINE PRESIDENT

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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA