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TRANSMITTAL LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

900004593589--8
-09/17/01--01065--019
*****35.00 *****35.00

Date: September 12, 2001

Subject: Amendment to Article One of: Freiwald Investment Consulting Group, Inc.

Change name to: Freiwald Investment Consulting Group of First Union, Inc.

Enclosed are an original and one (1) copy of the articles of amendment along with a check for \$35.00 for filing fees. Please return one stamped copy of the articles to the following:

Joseph Kritch
26340 US Hwy 19 N
Clearwater, FL 33761

FILED
01 SEP 17 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

pc

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

Freiwald Investment Consulting Group, Inc.
(present name)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 one, change name to: Freiwald Investment Consulting Group of First Union, Inc.

Second: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not continued in the amendment itself, are as follows:

Third: The date of each amendment's adoption: September 12, 2001

Fourth: Adoption of Amendment(s) (check one)

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)

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 incorporations without shareholder action and shareholder action was not required.

(continued)

Signed this 23rd day of September, 2001

Signature Michael J. Freiwald
(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)

Michael J. Freiwald
Typed or printed name

President
Title