

PO10000084390

October 23, 2001

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

100004651211--6
-10/24/01--01026--011
*****43.75 *****43.75

To Whom It May Concern:

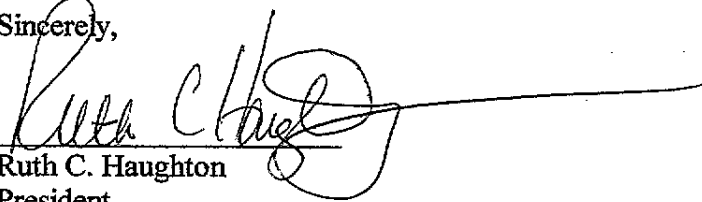
Please note that GulfSouth Financial Services has been changed to
Heritage Financial Partners, Inc.

Please process the attached amendment, and send a letter of status to

Heritage Financial Partners, Inc.
1022 Main Street, Suite K
Dunedin, FL 34698

If you have any questions or concerns, please contact us at 727-733-1266.
Enclosed is the \$35 filing fee and a \$8.75 fee for a certificate of status.
Thank you for your cooperation in this matter.

Sincerely,


Ruth C. Haughton
President

FILED
01 OCT 24 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend & N/C

T BROWN OCT 29 2001

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF:

GULFSOUTH FINANCIAL SERVICES CORPORATION

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:

FILED
01 OCT 24 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: Amendment (s) adopted: (indicate article number(s) being added or deleted)

ARTICLE I – NAME

The name of this corporation shall be changed from Gulfsouth Financial Services Corporation to Heritage Financial Partners, Inc.

ARTICLE III – PURPOSE

The corporation shall not pursue and real estate broker transactions, and shall exist for the purpose of estate planning and financial sales and service.

ARTICLE VI –REGISTERED OFFICE AND AGENT

The principal office and street address of the Corporation is: 1022 Main Street, Suite K, Dunedin, FL 34698. The mailing address is the same.

The name of the Registered Agent of the Corporation shall be Ruth C. Haughton. The registered office of the Corporation is 1022 Main St. Suite K, Dunedin, FL 34698.

Having been named as registered agent to accept service of process for the above named corporation at the place designated in the articles, I am familiar with and accept appointment as registered agent and agree to act in this capacity.


Ruth C. Haughton, President

ARTICLE VII –BOARD OF DIRECTORS


Arthur E. Hill & Candis R. Hill have withdrawn from the Corporation. They have been replaced by Nicole V. Ford, Vice President and Jerimi S. Ford, Secretary, whose home address is 476 Denise Street, Tarpon Springs, FL 34689. Ruth C. Haughton, President and Jay B. Haughton, Treasurer remain on the Board in the capacities now named.

Adoption of Amendment

The amendments were approved by the shareholders. The number of votes cast for the amendment was sufficient for approval. The amendments were adopted on October 18, 2001.

Signed this 22nd day October, 2001.


Ruth C. Haughton
President


Nicole V. Ford
Vice President