



PD1000119835

ACCOUNT NO. : 072100000032

REFERENCE : 546179 81314A

AUTHORIZATION

COST LIMIT : \$ 43.75

Patricia Pizeto

FILED
2002 APR 24 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 24, 2002

ORDER TIME : 11:42 AM

ORDER NO. : 546179-005

CUSTOMER NO: 81314A

CUSTOMER: N. Dean Kohl, esq
Kohl & Spotts Professional
50 Southeast Kindred Street

Stuart, FL 34994

RECEIVED
02 APR 24 PM 12:11
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: KOHL & SPOTTS, PROFESSIONAL
ASSOCIATION

EFFECTIVE DATE:

500005337355--6

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

Amend + N.C.
G. Coullatte APR 24 2002

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER'S INITIALS: _____

**AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
KOHL & SPOTTS, PROFESSIONAL ASSOCIATION**

I

Pursuant to the provisions of Section 607.1006, Florida Statutes, the Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on December 19, 2001 and Document Number P01000119835, are hereby amended pursuant to a written consent in lieu of meeting executed by the holders of all of the Corporation's Common Stock and all of the Corporation's Directors on April 22, 2002, as follows:

II

ARTICLE I is hereby amended to read as follows:

The name of this corporation is Kohl, Merritt & Richard, P.A.

III

As there presently exists 2 shareholders of the issued and outstanding shares of the Corporation, the Corporation shall exchange the certificates of the said shareholders for a certificate representing an identical number of shares, which properly reflects the name change of the Corporation, and cause the shares taken in to be cancelled.

IV

This Amendment to the Articles of Incorporation was adopted by the shareholders and directors on April 22, 2002 and shall be effective May 1st, 2002.

V

The undersigned, being the President and Secretary of KOHL & SPOTTS, PROFESSIONAL ASSOCIATION, hereby certify that the above and foregoing Amendment to the Articles of Incorporation was adopted as aforesaid on April 22, 2002.

IN WITNESS WHEREOF, we have hereunto set our hands and the seal of the Corporation on April 22, 2002.

ATTEST:

By: _____

N. Dean Kohl, Jr., Secretary

By: _____

N. Dean Kohl, Jr., President

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 22nd day of April 2002, by N. Dean Kohl, Jr., President and Secretary, of KOHL & SPOTTS, PROFESSIONAL ASSOCIATION, on behalf of the Corporation, who is personally known to me.

My Commission Expires:



Susan G Read
My Commission DD098717
Expires March 10, 2006

(SEAL)

Susan G. Read
[Printed Name] _____
Notary Public, State of Florida

FILED
2002 APR 24 PM 1:56
CLERK OF STATE
TALLAHASSEE, FLORIDA

**WRITTEN CONSENT OF THE STOCKHOLDERS
AND DIRECTORS OF
KOHL & SPOTTS, PROFESSIONAL ASSOCIATION
IN LIEU OF A SPECIAL MEETING**

The undersigned, being all of the directors and stockholders of KOHL & SPOTTS, PROFESSIONAL ASSOCIATION, in accordance with §§607.0821 and 607.0704 of the Florida General Corporation Act, as of April 22nd, 2002, do hereby waive the necessity of a meeting and do hereby consent in writing to the adoption of the following resolutions:

WHEREAS, it is in the best interests of the Corporation to change its name to KOHL, MERRITT & RICHARD, P.A. now, therefore, it is

RESOLVED, that the name of the Corporation shall be changed to KOHL, MERRITT & RICHARD, P.A., that the President and Secretary of the Corporation are hereby instructed to file with the Secretary of State of Florida an Amendment to the Articles of Incorporation in the form attached to these minutes, that the President and Secretary of the Corporation shall issue new stock certificates in accordance with the attached Amendment to the Articles of Incorporation, and that the President and Secretary of the Corporation are authorized to take such further actions as may be reasonably necessary to effectuate the intent of these resolutions.