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LAZARUS CORPORATION

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BASIC AMENDMENT

MCARDLE, PEREZ & ESCOTO, P.A.

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Amendment
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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
MCARDLE, PEREZ & ESCOTO, P.A.

Pursuant to the provisions of Sections 607.1006, Florida Statutes, MCARDLE, PEREZ & ESCOTO, P.A., a Florida corporation (incorporated on January 15, 2002, Document Number P02000005011, and hereinafter referred to as the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

I. Article I of the Articles of Incorporation of the Corporation is hereby deleted in its entirety and the following is substituted therefor:

ARTICLE I

The name of the Corporation shall be: McArdle, Perez, Escoto, de Zendegui & Luaces, P.A.

II. Article II of the Articles of Incorporation of the Corporation is hereby deleted in its entirety and the following is substituted therefor:

ARTICLE II

The principal place of business and mailing address of the Corporation shall be 201 Alhambra Circle, Suite 702, Coral Gables, Florida 33134.

III. Article VIII of the Articles of Incorporation of the

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Corporation is hereby deleted in its entirety and the following is substituted therefor:

ARTICLE VIII - BOARD OF DIRECTORS

Directors need not be shareholders of the Corporation, but no individual who is not licensed and authorized to practice law in the State of Florida may be a director of the Corporation. The Board of Directors shall consist of five (5) members. The number of directors may be increased or decreased from time to time as provided in the Bylaws but in no case shall the number of directors be less than one. The individuals set forth below shall serve as director of the Corporation from the date hereof until the next annual meeting of the shareholders or until such time as his or her successors are duly elected and qualified:

<u>Name</u>	<u>Address</u>
George E. McArdle.	201 Alhambra Circle Suite 702 Coral Gables, FL 33134
Rafael A. Perez	201 Alhambra Circle Suite 702 Coral Gables, FL 33134
Maria I. Escoto-Castiello	201 Alhambra Circle Suite 702 Coral Gables, FL 33134
Gustavo de Zendegui	201 Alhambra Circle Suite 702 Coral Gables, FL 33134
Angela M. Luaces	201 Alhambra Circle Suite 702 Coral Gables, FL 33134

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IV. The foregoing amendment was adopted on June 26, 2002 by a joint unanimous consent of all the shareholders and all directors of the Corporation.

IN WITNESS WHEREOF, we, the President and Secretary of the Corporation, hereunto set our hands and the seal of the Corporation this 28th day of June, 2002.

MCARDLE, PEREZ & ESCOTO, P.A..

By:

Rafael A. Perez, President

By:

Maria F. Escoto-Castiello, Secretary

(corporate seal)

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