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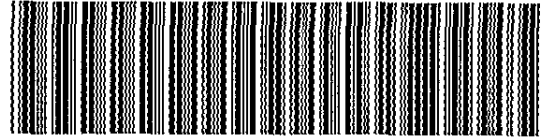
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
Ti Lewis 1/16/03

O'CONNOR & ASSOCIATES

Attorneys at Law

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ALYSE E. KAUGET**

* LL.M. - Taxation
** Also admitted in NY and NJ

OF COUNSEL
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January 10, 2003
File No.: 2907-0100

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

RE: Articles of Amendment for Fox & Associates, C.P.A., P.A.

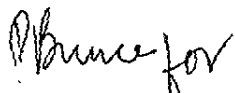
To Whom It May Concern:

Enclosed please find the signed original and one signed copy of the Articles of Amendment of the above named Corporation. We have also enclosed a check in the amount of \$35.00 for the filing fees of the Articles of Amendment. Please mail me the copy of the Articles of Amendment with the appropriate stamped information in the enclosed self addressed stamped envelope.

If you have any questions, please do not hesitate to call us.

Very truly yours,

O'CONNOR & ASSOCIATES



Patrick M. O'Connor

PMO/psb
Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FOX & ASSOCIATES, C.P.A., P.A.**

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03 JAN 14 PM 12:57
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: The name of the corporation is FOX & ASSOCIATES, C.P.A., P.A.

SECOND: Amendments adopted:

ARTICLE VII. DIRECTORS

The Corporation shall be managed by a Board of Directors consisting of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed in the State of Florida as a CERTIFIED PUBLIC ACCOUNTANT. The Directors shall be elected by the shareholders of the Corporation. The name and street address of the person who will serve as members of the initial Board of Directors is as follows:

NAME

ADDRESS

JEFFREY M. FOX

2240 BELLEAIR ROAD, SUITE 190
CLEARWATER, FLORIDA 33764

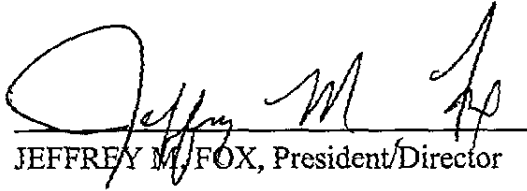
E. RAY JACKSON

2240 BELLEAIR ROAD, SUITE 160
CLEARWATER, FLORIDA 33764

THIRD: The date of the above amendments adoption is JANUARY 10, 2003.

FOURTH: Adoption of the above stated amendments was unanimously approved by the shareholders and directors. The number of votes cast in favor of the amendment by both the shareholders and directors was sufficient for approval of said amendment.

Signed this 10th day of JANUARY, 2003.


JEFFREY M. FOX, President/Director