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LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CAPITAL HOLDINGS FINANCIAL GROUP, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

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PURSUANT T SECTION 607.1006, FLORIDA STATUES, THE UNDERSIGNED CORPORATION
ADOPTED THE FOLLOWING ARTICLES TO AMEND TO ITS ARTICLES OF
INCOPORATION.

THE NAME OF THE CORPORATION IS:

Capital Holdings Financial Group, Inc.

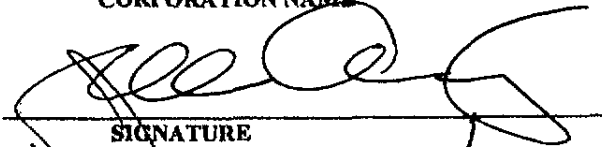
AMENDMENT ARTICLE I

THE NAME OF THE CORPORATION IS CHANGED TO:

Brickell Financial & Associates, Inc.

THIS ARTICLE OF AMNEDMENT WAS ADOPTED ON THE 29 DAY OF
November 20 04. THE CORPORATION HAS ONLY ONE GROUP OF VOTING
STOCK. THIS AMENDMENT WAS APPROVED BY THE SHAREHOLDERS, THE NUMBER
OF VOTES CAST FOR AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Capital holdings Financial group, Inc
CORPORATION NAME


SIGNATURE

Jose Alvarez / President
PRINT NAME AND TITLE