QUICK, McCOWN & PERRY

4117 W. 122ND, WITE B COUNTRY CLUB OFFICE HARK OKLAHOMA CITY, OKLAHOMA 73120

(405) 752-6000

FAX (405) 752-1705

January 8, 1997

OF COUNSEL: DIRK M. SHAW

LAYTON M. PERRY, PC

Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, FL 32314

Re: Articles of Amendment

Florida Consulting and Management, Inc.

Gentlemen:

Attached is the original and two sets of copies of the Articles of Amendment for the above named corporation. I am enclosing \$35.00 for the filing fee. Please file stamp the copies and return them to me in the enclosed self-addressed, stamped envelope.

Our telephone number and address are as follows:

Layton M. Perry Quick, McCown & Perry 4117 N W 122nd Street Suite B Oklahoma City, OK 73120

(405) 752-6000

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If you have any questions please let me know.

Sincerely,

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Layton M. Perry

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LMP/tw

Enclosures

cc: Thurvon Roach



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 17, 1997

Layton M. Perry Quick, McCown & Perry 4117 N.W. 122nd St., Suite B Oklahoma City, OK 73120

SUBJECT: FLORIDA CONSULTING & MANAGEMENT, INC.

Ref. Number: P93000003796

We have received your document for FLORIDA CONSULTING & MANAGEMENT, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908

Steven Harris Corporate Specialist

Letter Number: 997A00002549

QUICK, McCOWN & PERRY

ATTORNEYS AT LAW
A PROFESSIONAL ASSOCIATION

4117 N.W. 122ND, SUITE B COUNTRY CLUB OFFICE PARK OKLAHOMA CITY, OKLAHOMA 73120 FAX (405) 752-1705

(405) 752-6000

January 22, 1997

J. GARY NOLAN QUICK, II, PC JAY F. McCOWN, PC LAYTON M. PERRY, PC

OF COUNSEL: DIRK M. SHAW

Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, FL 32314

Re:

Articles of Amendment

Florida Consulting & Management, Inc.

Gentlemen:

Attached is the original and two sets of copies of the Articles of Amendment for the above named corporation. The \$35.00 filing fee has already been remitted (refer to attached letter). Please file stamp the copies and return them to me in the enclosed self-addressed, stamped envelope.

Our telephone number and address are as follows:

Layton M. Perry Quick, McCown & Perry 4117 N.W. 122nd Street, Suite B Oklahoma City, OK 73120

(405) 752-6000

If you have any questions please let me know.

Sincerely,

Lavton M. Perry

LMP/tw

Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Florida Consulting & Management, Inc.

(present name)

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:

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

Amend Article I to change the name of corporation from Florida Consulting & Management, Inc. to Florida Consulting, Inc.

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: January 3, 1997
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
X	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	The enter in anti-
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
9	igned this 3rd day of January , 1997
Signature	(B) the Chairman or Vite Chairman of the Board of Directors, President or other officer if adopted by
	the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	H. G. Kuykendall Typed or printed name
	Secretary Title