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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0380

From:

Account Name : KIPNIS TESCHER LIPPMAN & VALINSKY
Account Number : 072164000350
Phone : (954) 467-1964
Fax Number : (954) 467-2264

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DIVISION OF CORPORATIONS

BASIC AMENDMENT**KIPNIS TESCHER LIPPMAN & VALINSKY, P.A.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Amendment
01/07/02
DC

Fax Audit No.
H02000003859 4

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
KIPNIS TESCHER LIPPMAN & VALINSKY, P.A.

The Articles of Incorporation of Kipnis Tescher Lippman & Valinsky, P.A., a Florida professional services corporation (the "Corporation"), are hereby amended as follows:

Article III is deleted in its entirety and substituted by the following:

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue is five thousand (5000), four thousand (4000) of which shall be Class A shares of a par value of \$0.01 each and are common shares and one thousand (1000) of which shall be Class B shares of a par value of \$0.01 each and are common shares. Each of the Class A shares shall be entitled to four (4) votes on any matter which the Corporation's shareholders are entitled to vote and each of the Class B shares shall be entitled to one (1) vote on any matter which the Corporation's shareholders are entitled to vote.

Article IV is deleted in its entirety and substituted by the following:

ARTICLE IV

The business of the Corporation shall be managed and its corporate powers exercised by a board consisting of at least three (3) directors, each of whom shall be of full age.

The foregoing was adopted by the written consent of all the shareholders of the

Fax Audit No. H02000003859 4
Prepared by: Kipnis Tescher Lippman & Valinsky
100 Northeast Third Avenue, Suite 610
Fort Lauderdale, Florida 33301
(954) 467-1964
Howard A. Tescher, Esq.
9999/00-14006 Florida Bar No. 509183

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Corporation on December 31, 2000, pursuant to Sections 607.0821 and 607.0704, Florida Statutes.

Dated December 31, 2000.

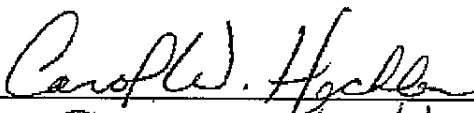


HOWARD A. TESCHER, President


STEVEN N. LIPPMAN, Secretary

STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 31 day of December, 2000, by Howard A. Tescher and Steven N. Lippman as President and Secretary, respectively, of Kipnis Tescher Lippman & Valinsky, P.A., a Florida professional services corporation, on behalf of the corporation. They are personally known to me.

Notary Public:

sign 
print 
State of Florida at Large (Seal)
My Commission Expires:



Carol W. Heckler
MY COMMISSION # CC719518 EXPIRES
April 24, 2002
BONDED THROUGH TROY FAIN INSURANCE, INC.

Fax Audit No.

Prepared by: Kipnis Tescher Lippman & Valinsky
100 Northeast Third Avenue, Suite 610
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Howard A. Tescher, Esq.
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9999/00-14006

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