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FAX #: (850)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~XXXXXXXXXXXX~~

PHONE: (305)672-0686

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NAME: EBP, INC.

AUDIT NUMBER.....H98000013144

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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ARTICLES OF AMENDMENT**Article I. Name**

The name of this Florida corporation is EBP, INC.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the name of the Corporation is changed from EBP, INC. to Pearce Management Company

Article III. Date Amendment Adopted

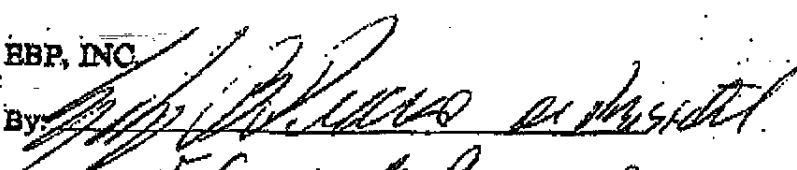
The amendment set forth in these Articles of Amendment was adopted on the date shown below.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

EBP, INC.

By: Name: Edgar M. PearceTitle: PresidentDate: 7-1-98SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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