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AMENDED ARTICLES OF INCORPORATION

J. ANTHONY & ASSOCIATES OF FLORIDA, INC.

J. Anthony & Associates of Florida, Inc., a corporation organized and existing under the laws of the State of Florida, hereby certifies to the Secretary of State of Florida as follows:

J. Anthony & Associates of Florida, Inc. was incorporated in Florida on July 30, 1993. J. Anthony & Associates of Florida, Inc. was the surviving entity pursuant to a merger with J. Anthony & Associates, Inc., a New Jersey corporation, effective as of July 31, 2000.

The text of the Articles of Incorporation are hereby further amended to read as herein set forth in full:

The name of the corporation is J. Anthony & Associates of Florida, Inc. FIRST:

The aggregate number of shares which the corporation shall have SECOND: authority to issue is One Hundred Thousand (100,000) of which Ten Thousand (10,000) shall be voting common no par value ("Voting Stock") and Ninety Thousand (90,000) shall be non-voting common no par value ("Non-Voting Stock").

The corporation reserves the right to amend, alter, change or repeal THIRD: any provision contained in these Amended Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

These Amended Articles of Incorporation were approved by the FOURTH: unanimous consent of all of the corporation's shareholders and sole director.

The effective date of these Amended Articles of Incorporation shall be FIFTH: upon filing.

IN WITNESS WHEREOF, J. Anthony & Associates of Florida, Inc. has caused these

Amended Articles of Incorporation to be signed by Sandra Barone, Director as of this <u>10</u> fle day of <u>December</u> 2001 By affiving hereignet we have to it day of <u>December</u> 2001. By affixing her signature hereto, the undersigned certifies under penalty of perjury that the statements contained herein are true and correct.

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J. ANTHONY & ASSOCIATES OF FLORIDA, INC.

By:_\ : Afin dia Baine Sandra Barone, Director