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FEDERAL EXPRESS

August 14, 1998

2183-0001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

600002617416--3
-08/17/98--01082--009
*****35.00 *****35.00

Re: ROBERT SEARL DESIGN GROUP, INC.

Sir or Madam:

Enclosed please find an original and one copy of the Certificate of Amendment to Articles of Incorporation for the above-named corporation and a check in the amount of \$35.00 made payable to the Secretary of State.

I would appreciate your taking the steps necessary to have this filed in the State of Florida and returning a copy of the to the undersigned.

Sincerely yours,

David S. Romanik
David S. Romanik

DSR/lw
Enclosures
corp.searl.4

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ROBERT SEARL DESIGN GROUP, INC.**

* * * * *

ROBERT SEARL DESIGN GROUP, INC., a Florida corporation, organized under the laws of the State of Florida, does hereby certify that a meeting of the Board of Directors of said corporation that was duly held on the 3rd day of August, 1998, at 10:00 o'clock a.m. at the principal office of the corporation in Broward County, Florida; that said meeting was held with the written consent of the sole director of said corporation and that the sole director of the corporation was present in person and acted throughout the meeting; that at said meeting a resolution was adopted setting forth a proposed Amendment to the Articles of Incorporation of ROBERT SEARL DESIGN GROUP, INC., which proposed amendment is hereinafter set forth;

That, in and by said resolution, the Board of Directors did declare that it was advisable to adopt said Amendment to the Articles of Incorporation and call a meeting of the stockholders for consideration thereof; that the meeting of the stockholders was called in accordance with the law and the by-laws of said corporation and that said meeting was duly held on the 3rd day of August, 1998 at 10:00 o'clock a.m., the time fixed in the call and that all of the stockholders of said corporation entitled to vote were present at said meeting and signed a written consent for the holding of said meeting.

That at said meeting, the proposed Amendment was submitted to the sole stockholder for the corporation and that after vote was taken, it was found that the sole stockholder of said corporation voted in favor of the adoption of the proposed Amendment; that the said Amendment as proposed and adopted by the Board of Directors was voted upon unanimously and favorably the sole stockholders of this corporation and was as follows:

That Article I of the Articles of Incorporation filed with the Secretary of State on September 16, 1993 be amended to read as follows:

ARTICLE I - NAME

The name of this Corporation is:

ROBERT SEARL GROUP, INC.

IN WITNESS WHEREOF, the foregoing Certificate of Amendment to the Articles of Incorporation of **ROBERT SEARL DESIGN GROUP, INC.** have been approved, ratified and adopted by the unanimous vote of the stockholders and directors of said corporation, and in accordance with the applicable provisions of Chapters 607 of the Florida Statutes, I, the undersigned officer of said corporation, have executed this Certificate of Amendment and have affixed hereto the corporate seal of said corporation, this 13th day of August, 1998.

ROBERT SEARL DESIGN GROUP, INC.

By: _____

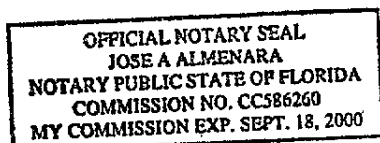
Robert Searl, President

(CORPORATE SEAL)

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Robert Searl, as President of **ROBERT SEARL DESIGN GROUP, INC.**, a Florida corporation, the corporation named in the foregoing Certificate of Amendment to the Articles of Incorporation, and he acknowledged before me that he executed the said Certificate of Amendment as such officers of said corporation duly authorized by it as the free act and deed of said corporation.

WITNESS my hand and official seal this 13th day of August, 1998.



José Almenara José Almenara
Notary Public:
Commission No.:
My Commission Expires: Sept. 18th 2000

CORP.RSEARL.1/Lw/