

P94000013068
Alfieri & Associates, Inc.
Attorney and Counselor at Law

1408 N.E. 17 Terrace
Ft. Lauderdale, Florida 33304

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April 7, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
97 APR 10 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

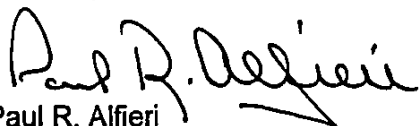
Reference: Paul R. Alfieri, P.A.
Amendment to the Articles of Incorporation

Dear Sir or Madam:

Enclosed please find the executed Amendment to the Articles of Incorporation of the above referenced corporation. I have enclosed a check in the amount of \$35.00 representing the applicable filing fee for the Amendment.

Thank you for your help in this matter.

Sincerely,


Paul R. Alfieri

PRA:fg
Encls.

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AMENDMENT TO

ARTICLES OF INCORPORATION, OF

PAUL R. ALFIERI, P.A.

On the 7 of April, 1997, the Board of Directors of Paul R. Alfieri, P.A., a Florida corporation resolved that the Articles of Incorporation Article filed on February 3, 1994 shall to the extent changed below be void and in place thereof, the following Articles shall read:

ARTICLE I - NAME

The name of this Corporation is:

Alfieri & Associates, Inc.

ARTICLE II - ADDRESS

The initial address of the corporation is:

1408 NE 17 Terrace
Ft. Lauderdale, FL 33304

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 Par value common stock which shall be designated " Common Shares."

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ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corporation is:

Paul R. Alfieri

and its address is:

Paul R. Alfieri
1408 NE 17 Terrace
Ft. Lauderdale, FL 33304

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have (1) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

<u>NAME</u>	<u>ADDRESS</u>
Paul R. Alfieri	1408 NE 17 Terrace Ft. Lauderdale, FL 33304

ARTICLE IX - INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Paul R. Alfieri	1408 NE 17 Terrace Ft. Lauderdale, FL 33308

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

This Amendment is hereby adopted and ratified this 7 day of April, 1997.

[Signature]
Witness

[Signature]
Sole Director and Shareholder

[Signature]
Witness

State of Florida

County of Broward

Before Me, the undersigned officer, duly authorized to take acknowledgments and by way of the power vested in me, do hereby state that Paul R. Alfieri personally appeared before me and known to me to be the person who executed the foregoing and he acknowledged before me that he executed the same for the purposes stated therein.

[Signature]
Notary Public

My Commission Expires:



FAWN GELLER
My Commission CC467438
Expires May. 24, 1999
Bonded by HAI
800-422-1555