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THOMAS WANDERON & ASSOCIATES

+ TAXACCOUNTING, INC. +

June 13, 2003

Corporate Records Bureau - Department of State P.O. Box 6327
Tallahassee, FL 32314

RE:

SIMULTANEOUS NAME CHANGE REQUESTS FOR: Thomas Wanderon & Associates Tax Accounting, Inc. Charter Number: P04000046972

Charter Number: P94000046872

Tax, Accounting & Financial Associates, Inc. Charter Number: P02000134050

Please find enclosed the following:

- Amended Articles of Incorporation for:

> ong + 1 copy

which change the name of the corporation effective 07/01/03, to:

Thomas Wanderon & Associates Tax Accounting, Inc.

Tax, Accounting & Financial Associates, Inc.

- Amended Articles of Incorporation for:

ong + 1 copy

Tax, Accounting & Financial Associates, Inc.

which change the name of the corporation effective 07/01/03, to the now available:

Thomas Wanderon & Associates Tax Accounting, Inc.

- Fees in the amount of \$43.75 for the filing of each of the Amended Articles of Incorporation including a request for a certified copy for each is also included.

Return pertinent information to our office at the address listed below. Thank you.

Sincerely,

Lisa Lamb, Admin. Asst.

Thomas Wanderon & Associates

Amendment of Articles of Incorporation of Thomas Wanderon & Associates Tax Accounting, Inc.

We, the undersigned, officers and shareholders of Thomas Wanderon & Associates Tax Accounting, Inc., a corporation recognized under the laws of the State of Florida, Naples, Florida, hereby certify:

- The name of the corporation is: Thomas Wanderon & Associates Tax Accounting, Inc.
- 2. The Articles of Incorporation are amended by the following resolutions adopted by the Shareholders on June 12, 2003.

RESOLVED that the Articles of Incorporation shall be amended so that Article One is eliminated, and the following substituted for Article One:

ARTICLE I - NAME

Effective July 1, 2003, the name of this corporation is: Tax, Accounting and Financial Associates, Inc.

RESOLVED that the Articles of Incorporation shall be amended so that Article Three is eliminated, and the following substituted for Article Three:

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any onetime is FIVE HUNDRED (500) having a ONE DOLLAR (\$1.00) Par Value of Voting Common Shares, and FIVE HUNDRED (500) having a ONE DOLLAR (\$1.00) Par Value of Non-Voting Preferred Shares. The consideration to be paid for each share shall be in money, property or services as determined by the Board of Directors.

-continued-

Amendment of Articles of Incorporation of Thomas Wanderon & Associates Tax Accounting, Inc.

3. The afore referenced resolutions were adopted by the Board of Directors and by the Shareholders unanimously.

Signed and dated at Naples, Florida this 12th of June, 2003.

Notary Public

Expiration Date: 8/11/26

Lisa Marie Lamb de Pena OMMISSION # DD140823 EXPIRES

August 11, 2006 BONDED THRU TROY FAM INSURANCE, INC. Thomas Wanderon President, Shareholder

Jeffrey R/ Larnb

Vice President/Secretary, Shareholder

Brian M. Youngs

Treasurer, Shareholder