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RECEIVED

ACCOUNT NO 97 APR 17 100000032

REFERENCE NO 056622 CORPORATION

3487A

AUTHORIZATION

Patricia Pigott

COST LIMIT : \$ 87.50

ORDER DATE : April 17, 1997

ORDER TIME : 10:42 AM

ORDER NO. : 334375-005

CUSTOMER NO: 3487A

CUSTOMER: Ms. Donna Brewer
Icard Merrill Cullis Timm
2033 Main Street, Suite 101
P. O. Drawer 4195
Sarasota, FL 34237

600002146336--3

DOMESTIC AMENDMENT FILING

NAME: J.L. FINANCIAL GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

97 APR 17 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

4/17/97
Amend
& Name
Change
C.C.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
J. L. FINANCIAL GROUP, INC.

FILED

97 APR 17 PM 3:53

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is FINANCIAL RESOURCES, INC. F/K/A J. L. FINANCIAL GROUP, INC.

2. This Corporation's Articles of Incorporation are hereby amended, as follows:

A. ARTICLE ONE - NAME of this Corporation's Articles of Incorporation is hereby deleted in its entirety, and the following is substituted in lieu thereof:

ARTICLE ONE - NAME

The name of this corporation is FINANCIAL RESOURCES, INC.

B. The following Article Nine is hereby added to this Corporation's Articles of Incorporation:

ARTICLE NINE - INDEMNIFICATION


The Corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

3. These Articles of Amendment to Articles of Incorporation were duly adopted on April 7, 1997.

4. These Articles of Amendment to Articles of Incorporation were approved by the Shareholders. The number of votes cast for the Articles of Amendment to Articles of Incorporation were sufficient for approval.

IN WITNESS WHEREOF, the undersigned Officer of this Corporation has executed these Articles of Amendment to Articles of Incorporation on April 7, 1997.

FINANCIAL RESOURCES, INC.


John Howard, President