

P9400077065

LEONE & ASSOCIATES, P.A.

CERTIFIED PUBLIC ACCOUNTANTS

11000 PROSPERITY FARMS ROAD, SUITE 104

PALM BEACH GARDENS, FLORIDA 33410

TEL: (407) 626-8876 • FAX: (407) 626-9411

PHILIP E. LEONE, C.P.A.

March 13, 1998

Florida Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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03/19/98-01061-002

*****87.50 *****87.50

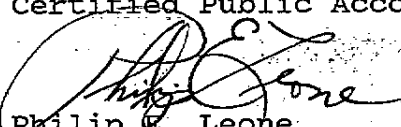
RE: L & A ACCOUNTING SERVICES, INC.
Amendment of Articles of Incorporation

Dear Sirs:

Enclosed please find duly executed Amendment of Articles of Incorporation pertaining to the above referenced corporation. We are also enclosing our check number 285 in the amount of \$87.50 as payment of the required filing fee and request for a certified copy of such amendment.

Please forward an acknowledgement of filing directly to the undersigned in due course.

Sincerely,
LEONE & ASSOCIATES, P.A.
Certified Public Accountants


Philip E. Leone

FILED
98 MAR 19 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MEMBERS AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

MEMBERS FLORIDA INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

AMENDMENT TO ARTICLES OF INCORPORATION
OF
L & A ACCOUNTING SERVICES, INC.

FILED
98 MAR 19 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. The name of this Corporation is L & A ACCOUNTING SERVICES, INC., which was duly incorporated on October 18, 1994.

II. The name, title and post office address of each of the officers of the Corporation are as follows:

President	Dorothy R. Leone 13438 William Meyer Court Palm Beach Gardens, FL 33410
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Secretary/ Treasurer	Philip E. Leone 13438 William Meyer Court Palm Beach Gardens, FL 33410
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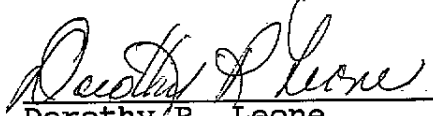
III. The name and post office address of each of the directors of the Corporation are as follows:

Dorothy R. Leone 13438 William Meyer Court Palm Beach Gardens, FL 33410	Philip E. Leone 13438 William Meyer Court Palm Beach Gardens, FL 33410
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IV. ARTICLE I of the ARTICLES OF INCORPORATION is hereby amended to change the name of the Corporation to LEONE INVESTMENTS, INC.

V. The Corporation has elected to change its name to LEONE INVESTMENTS, INC. with the unanimous written consent of its shareholders and directors. A copy of the Resolutions of the Board of Directors and Shareholders are incorporated and attached hereto as Exhibits "A" and "B".

IN WITNESS WHEREOF, the undersigned has executed these Amended Articles of Incorporation as of March 13, 1998, in Palm Beach County, Florida.

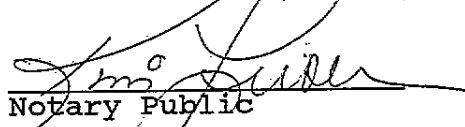

Dorothy R. Leone
President

ATTEST:


Philip E. Leone
Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me personally appeared Dorothy R. Leone, known to me and known by me to be the person who executed the foregoing Amendment to Articles of Incorporation of L & A ACCOUNTING SERVICES, INC., and she acknowledged before me that she executed these Amended Articles of Incorporation of L & A ACCOUNTING SERVICES, INC., on behalf of the Corporation.


Notary Public

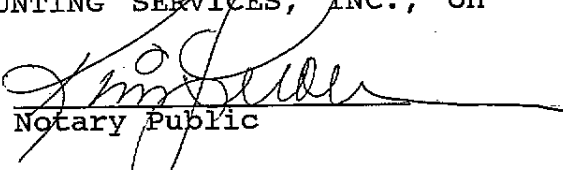
My commission expires



MY COMMISSION # CC569519 EXPIRES
July 16, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me personally appeared Philip E. Leone, known to me and known by me to be the person who executed the foregoing Amendment to Articles of Incorporation of L & A ACCOUNTING SERVICES, INC., and he acknowledged before me that he executed these Amended Articles of Incorporation of L & A ACCOUNTING SERVICES, INC., on behalf of the Corporation.


Notary Public

My commission expires



Kim Fromm
MY COMMISSION # CC569519 EXPIRES
July 16, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

EXHIBIT "A"

RESOLUTION OF BOARD OF DIRECTORS OF
L & A ACCOUNTING SERVICES, INC.

RESOLVED That in the judgement of this Board of Directors, It is deemed advisable and for the benefit of L & A ACCOUNTING SERVICES, INC., that said Corporation should change the name of the Corporation to be LEONE INVESTMENTS, INC. and to that end, as required by law, it is ordered that a meeting of those shareholders of said Corporation having voting power to take action upon this resolution is hereby called, to be held at the principal office of its incorporator, at 13438 William Meyer Court, Palm Beach Gardens, Florida 33410, as of March 13, 1998 at 5:00 PM and

I, Philip E. Leone, do hereby certify that I am the duly elected and qualified Secretary/Treasurer and the keeper of the records and corporate seal of L & A ACCOUNTING SERVICES, INC. a corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors thereof, convened and held in accordance with the law and the Bylaws of said Corporation as of March 13, 1998 and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this 13th day of March, 1998.

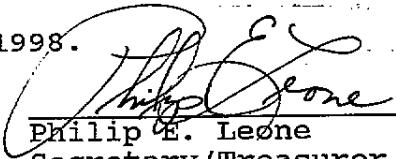

Philip E. Leone
Secretary/Treasurer

EXHIBIT "B"

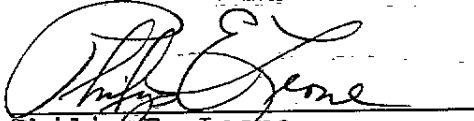
RESOLUTION OF SHAREHOLDERS OF
L & A ACCOUNTING SERVICES, INC.

RESOLVED, That L & A ACCOUNTING SERVICES, INC. amends its Articles of Incorporation to change the name of the Corporation to LEONE INVESTMENTS, INC.

RESOLVED FURTHER, That Dorothy R. Leone, President and Philip E. Leone, Secretary/Treasurer of L & A ACCOUNTING SERVICES, INC., are hereby authorized and directed to file the necessary Amendments of Articles of Incorporation for this Corporation with the Secretary of State of the State of Florida, and

I, Philip E. Leone, do hereby certify that I am the duly elected and qualified Secretary/Treasurer and the keeper of the records and corporate seal of L & A ACCOUNTING SERVICES, INC. a corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the resolution duly adopted at a meeting of the Shareholders thereof, convened and held in accordance with law and the bylaws of said Corporation as of March 13, 1998, and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary/Treasurer and have caused the corporate seal of said Corporation to be hereunto affixed, this 13th day of March, 1998.


Philip E. Leone
Secretary/Treasurer