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BOOSE CASEY CIKLIN LUBITZ MARTENS MCBANE & O'CONNELL

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

JOSEPH L. ACKERMAN, JR.
BRUCE G. ALEXANDER, P.A.
JERALD S. BEER, P.A.
WILLIAM R. BOOSE, III, P.A.
JOHN D. BOYKIN, P.A.
PATRICK J. CASEY, P.A.
RICHARD R. CHAVES
PATRICIA M. CHRISTIANSEN
ALAN J. CIKLIN, P.A.
MICHAEL W. CONNORS
ROBERT L. CRANE, P.A.
RONALD E. CRESCENZO
MARC S. DOBIN, P.A.
JASON S. HASELKORN

W. JAY HUNSTON, JR., P.A.
DEBRA A. JENKS, P.A.
BRIAN B. JOSLYN, P.A.
GREGORY S. KINO, P.A.
CHARLES A. LUBITZ, P.A.
EDWIN C. LUNSFORD
RICHARD L. MARTENS, P.A.
LOUIS R. MCBANE, P.A.
E. SCOTT NUNLEY
BRIAN M. O'CONNELL, P.A.
PHIL D. O'CONNELL, JR., P.A.
TIMOTHY J. ROOKS
JOHN R. YOUNG, P.A.

PHILLIP D. O'CONNELL, SR. (1907-1987)

OF COUNSEL
JOHN L. REMSEN
MICHAEL J. KENNEDY

NORTHBRIDGE TOWER 1 • 19TH FLOOR
515 NORTH FLAGLER DRIVE
WEST PALM BEACH, FLORIDA 33401
TELEPHONE (561) 832-5900
TELECOPIER (561) 833-4209

MAILING ADDRESS
P.O. BOX 4626
WEST PALM BEACH, FL 33402-4626

December 22, 1998

Via Federal Express

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-12/24/98--01025--014
*****70.00 *****35.00

Re: **PDI RESOURCES OF FLORIDA, INC. - Articles of Amendment**
FRANCIS SEARING AGENCY, INC. - Articles of Amendment

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Amendment with reference to each of the referenced corporations. Also enclosed please find our check in the amount of \$70.00 for each of the filing fees.

Please file the amendment for **PDI RESOURCES OF FLORIDA, INC.**, changing its name to F. Searing Investment Corp. Then please file the amendment for **FRANCIS SEARING AGENCY, INC.**, changing its name to PDI Resources of Florida, Inc. Note that the principal officer and director of both corporations is the same person (Francis Searing is the same person as Frank Searing).

Kindly file same and return the copies to me marked "filed." Thank you for your cooperation and assistance.

Very truly yours,

Susan L. Priess

Susan L. Priess, CLA
Certified Legal Assistant

Enclosures

Amend
TLL JAN 7 1999

FILED
98 DEC 24 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF
PDI RESOURCES OF FLORIDA, INC.

Pursuant to §607.0704 and §607.0821 of the Florida Statutes, PDI RESOURCES OF FLORIDA, INC., a corporation organized and existing under the laws of the State of Florida, adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article I of the Articles of Incorporation is hereby deleted and replaced with the following:

ARTICLE I

Name and Address

The name and address of this corporation shall be F. SEARING INVESTMENT CORP., located at 515 North Flagler Drive, Suite 300P, West Palm Beach, Florida 33401.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. This Amendment shall become effective on January 1, 1999, or upon filing with the Department of State of the State of Florida, in accordance with Florida Statutes.

3. The foregoing Amendment was adopted by a majority vote of the Directors and Shareholders of the corporation documented in a written action in lieu of a special joint meeting of the Directors and Shareholders of the corporation effective December 18, 1998, and was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer has set his hand and seal this 18th day of

December, 1998.

PDI RESOURCES OF FLORIDA, INC.

By: _____

FRANK SEARING, President