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LAW OFFICES OF
BAXTER & STROHAUER, P.A.

CITIZENS BANK BUILDING, SUITE 300
1150 CLEVELAND STREET
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July 17, 1998

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

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*****35.00 *****35.00

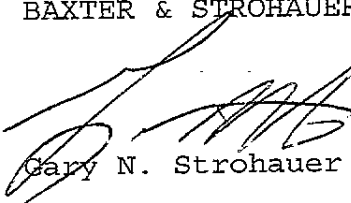
Re: Affiliated Collection Service of Florida, Inc.

Dear Sir:

Enclosed please find an original and one copy of Articles of Amendment to the Articles of Incorporation for the above-named Florida corporation. Also enclosed is our firm's check in the amount of \$35.00 representing the filing fee.

Very truly yours,

BAXTER & STROHAUER


Gary N. Strohauser

GNS/kc
Enclosures

corp/acs/secstate

FILED
98 JUL 22 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
JUL 24 1998

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
AFFILIATED COLLECTION SERVICE OF FLORIDA, INC.

98 JUL 22 AM 11:24
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Article III of the Articles of Incorporation of AFFILIATED COLLECTION SERVICE OF FLORIDA, INC. is deleted in its entirety and the following is added in its place:

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 2,000 shares of common stock (having a par value of One Dollar (\$1.00) per share).

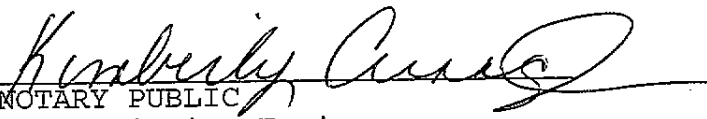
2. The foregoing Amendment was adopted by the shareholders of this corporation on the 8th day of July, 1998.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Amendment on the 8th day of July, 1998.


CARL BURIAN, President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 8th day of July, 1998, by CARL BURIAN, President of AFFILIATED COLLECTION SERVICE OF FLORIDA, INC., on behalf of said corporation. He is personally known to me.


NOTARY PUBLIC
My Commission Expires:

CORP/ACS/ARTAMD

