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LAW OFFICE OF
DANIEL JOY

717 SOUTHTRUST BANK PLAZA
1800 SECOND STREET
SARASOTA, FLORIDA 34236
(941) 373-9990
(941) 373-9992 (FAX)
E-MAIL: LAWOFFJOY@AOL.COM

September 16, 1998

VIA UPS OVERNIGHT

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

200002642262--4
-09/17/98-01063-005
*****70.00 *****35.00

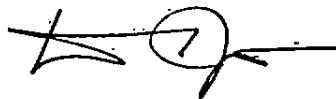
- Re: 1. Paoli, Gallegos & Company, Financial Consultants, Inc.
2. Paoli, Gallegos & Company, P.A. Certified Public Accountants

Dear Sir or Madam:

Enclosed for filing are two original Articles of Amendment in regard to the above-referenced corporations, with copies. Also enclosed is our check in the amount of \$70.00 to cover the cost of filing these two Articles of Amendment. Please send a letter of confirmation advising of the date the Articles of Amendment were filed.

Thank you for your assistance.

Very truly yours,



Daniel Joy

ENCLOSURES
COPY TO: MR. LAWRENCE PAOLI

FILED
98 SEP 17 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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TLL SEP 22 1998

ARTICLES OF AMENDMENT

to the Articles of Incorporation of

PAOLI, GALLEGOS & COMPANY FINANCIAL CONSULTANTS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is Paoli, Gallegos & Company Financial Consultants, Inc.
2. Article I of the Articles of Incorporation is amended to read:

The name of this corporation is Paoli & Company Financial Consultants, Inc.
3. This amendment was adopted and was declared to be effective as of July 1, 1998.
4. The amendment was adopted by the shareholders. One hundred percent (100%) of the outstanding shares voted to adopt this amendment.
5. The corporation has only one class of outstanding shares.



LAWRENCE H. PAOLI
Chairman of the Board and
President of the Corporation

STATE OF FLORIDA
COUNTY OF SARASOTA

The undersigned notary certifies that Lawrence H. Paoli, who is personally known to me, appeared before me this 16th day of September, 1998, and executed the above Articles of Amendment and stated that the statements made therein are true and correct.


NOTARY PUBLIC

Name of Notary typed, printed or stamped