

P.95000076201

ADDISON & DELANO, P. A.

Michael C. Addison
Board Certified Civil Trial Lawyer
Board Certified Business Litigation Lawyer
Email: addison@mcaddison.com

400 N. Tampa Street
Suite 1100
Tampa, Florida 33602

Caryl E. Delano
Admitted to Practice in
Florida, Georgia and California
Email: delano@mcaddison.com

Mailing Address:
Post Office Box 2175
Tampa, Florida 33601-2175
Telephone: 813-223-2000
Telecopier: 813-228-6000

November 15, 2001

900004687599--4
-11/19/01--01067--007
*****43.75 *****43.75

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

01 NOV 19 AM 9:04
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Filing of the Amended Articles of Incorporation for
Paoli & Company, P. A., Certified Public Accountants
Your Document Number: P95000076201

Dear Sir or Madam:

Enclosed is an Amended Articles of Incorporation for Paoli & Company,
P. A., Certified Public Accountants, along with fees for:

| | |
|---|-------------|
| Filing Amended Articles of Incorporation | \$35.00 |
| Certified copy of Amended Articles of Incorporation | <u>8.75</u> |
| Total | \$43.75 |

Please mail me certified copy of the Amended Articles of Incorporation.
Thank you for your assistance.

*Amend
11-28-01
MCS*

Sincerely,

Michael C. Addison

Enc.
MCA:dl

FILED

01 NOV 19 AM 9:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PAOLI & COMPANY, P.A., CERTIFIED PUBLIC ACCOUNTANTS**

Pursuant to the provisions of §607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted to Article IV of the Articles of Incorporation. The corporation cancels the 10,000 shares of Common Stock originally issued and issues 5,000 shares common stock, Class A, with a par value of \$1.00 per share and 5,000 shares of preferred stock, Class B, with a par value of \$5.00 per share.

SECOND: On January 1, 2001, an Action by Written Consent of the Stockholders and Board of Directors was adopted which authorized the cancellation of 10,000 shares of Common Stock.

THIRD: The amendment was approved by all shareholders and directors. The number of votes cast for the amendment were sufficient for approval.

DATED November 12, 2001.

By: Lawrence H. Paoli
Lawrence H. Paoli, its President and
sole director, and sole shareholder