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Page 1 of 2

**P96000015497**

**Florida Department of State**

Division of Corporations

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TALLAHASSEE, FLORIDA

**BASIC AMENDMENT**

**EASTON-BABCOCK MANAGEMENT, INC.**

99 MAR -2 PM 12:33  
DIVISION OF CORPORATIONS

|                       |         |
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*Law Offices*  
**ROSENBERG, REISMAN & STEIN LLP**  
SUITE 3050  
ONE SOUTHEAST THIRD AVENUE  
MIAMI, FLORIDA 33131

INTERNET ADDRESS: WWW.RRSLAW.COM  
E-MAIL: (FIRST INITIAL & LAST NAME)@RRSLAW.COM

DONALD S. ROSENBERG  
JOSEPH B. REISMAN  
STEPHEN H. REISMAN  
GARY M. STEIN

TELEPHONE 358-2600  
AREA CODE 305  
TELECOPIER (305) 375-0328

MORRIS ROSENBERG  
(1906-1997)

**FACSIMILE**

**DATE:** April 2, 1999  
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Enclosures  
cc: Mr. Edward W. Easton

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FIRST AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
EASTON-BABCOCK MANAGEMENT, INC.

FILED  
99 APR -2 PM 3:32  
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TALLAHASSEE, FLORIDA

The name of this Corporation is EASTON-BABCOCK MANAGEMENT, INC., an existing Florida corporation, whose Articles of Incorporation were duly filed on February 16, 1996, with the Florida Department of State, Charter No. P96000015497. The Corporation is active and in good standing, having filed its 1999 Annual Report and paid all fees due to the Florida Department of State. Said Articles of Incorporation be and the same are hereby amended as follows:

Article I in the original Charter is deleted and the following is substituted as the new Article I:

"ARTICLE I

The name of the corporation shall be:

EASTON & ASSOCIATES MANAGEMENT COMPANY"

This First Amendment to Articles of Incorporation was unanimously adopted on March 29, 1999, by the Directors and Stockholders at a duly held Special Meeting.

Except as expressly amended hereby, said Articles of Incorporation of EASTON-BABCOCK MANAGEMENT, INC. shall remain in full force and effect as written.

This Instrument Prepared By:  
Donald S. Rosenberg, Esq.  
Florida Bar #0068388  
Rosenberg, Reisman & Stein LLP  
Suite 3050  
One S.E. Third Avenue  
Miami, FL 33131  
(305) 358-2600

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SENT BY:

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IN WITNESS WHEREOF, this First Amendment to the Articles of Incorporation of EASTON-BABCOCK MANAGEMENT, INC. has been executed this 29th day of March, 1999.

EASTON-BABCOCK MANAGEMENT, INC. (SEAL)

By:   
EDWARD W. EASTON  
President

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