



THE UNITED STATES
CORPORATION
COMPANY

P96000042790

ACCOUNT NO. : 072100000032

REFERENCE : 778560 169624A

AUTHORIZATION :

Patricia Piguit

COST LIMIT : \$ 43.75

ORDER DATE : July 27, 2000

ORDER TIME : 2:23 PM

ORDER NO. : 778560-005

CUSTOMER NO: 169624A

000003338540--2

CUSTOMER: Ms. Debra Watts
Buckingham Doolittle &
Suite 480
2500 Military Trail
Boca Raton, FL 33431

Amend

DOMESTIC AMENDMENT FILING

NAME: BUCKINGHAM, DOOLITTLE &
BURROUGHS, A FLORIDA LEGAL
PROFESSIONAL ASSOCIATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED
00 JUL 27 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 JUL 27 PM 3:06
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DR
7/27/00

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BUCKINGHAM, DOOLITTLE & BURROUGHS,
a Florida Legal Professional Association

FILED
JUL 27 PM 5:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

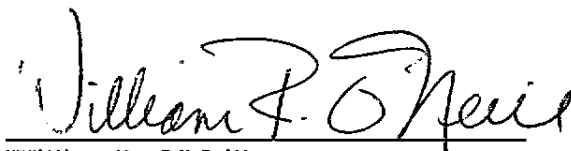
The Articles of Incorporation of BUCKINGHAM, DOOLITTLE & BURROUGHS, a Florida Legal Professional Association, are hereby amended by adding the following provisions at the end of paragraph (4) of Article EIGHTH thereof:

Notwithstanding the foregoing, in the case of Lateral Shareholders (defined below), the Board of Directors may sell shares of stock without Shareholder approval, provided that the Board of Managers of Buckingham, Doolittle & Burroughs, LLP (the "Partnership"), first notifies the Shareholders of the proposed sale and the Shareholders are provided with at least three business days prior to the date of such Board of Managers' vote on the proposed sale to direct their comments (whether written or oral) to the President or other members of the Board of Managers of the Partnership. A Lateral Shareholder is an attorney not employed by the Partnership or the Corporation to whom the Board of Managers extends an offer of employment and includes with such offer an immediate opportunity to purchase shares in the Corporation.

The foregoing amendment was adopted by the board of directors and by shareholder vote on June 27, 2000. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of the 27th day of June, 2000.

This amendment shall take effect on filing.


William R. O'Neill
President