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ADMITTED IN FLORIDA AND CALIFORNIA

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December 27, 1996

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

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-01/03/97--01126--003
*****35.00 *****35.00

RE: SHEBA ENTERPRISES, INC.; ARTICLES OF AMENDMENT

Dear Sir/Madam::

Enclosed is the original and one copy of Articles of Amendment to Articles of Incorporation of Sheba Enterprises, Inc.

Also enclosed is check number 2286 payable to the Secretary of State in the amount of Thirty-Five Dollars (\$35.00) as and for filing fees.

Please acknowledge receipt of the foregoing by date stamping the photocopy of the Articles of Amendment and return in the self-addressed, stamped envelope provided.

If, for any reason, the enclosed documents are insufficient to file the Articles of Amendment, PLEASE CALL ME COLLECT.

Sincerely,


RICHARD B. SABRA, ESQ.

RBS/kf
Encls.

cc: Sheba Enterprises, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SHEBA ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being all of the Officers, Directors and Shareholders of SHEBA ENTERPRISES, INC., a Florida corporation organized under the laws of the State of Florida, hereby certifies as follows:

1. That pursuant to Florida Statutes Sections 607.134 and Section 607.394, this document constitutes the approval of the Shareholders and Directors to the Amendment to the Articles of Incorporation as set forth below.

2. The recommended Resolution of the Board of Directors, the same being the Amendment to the Articles of Incorporation approved by the Shareholders of said Corporation, is as follows:

RESOLVED, that the Corporation's name, SHEBA ENTERPRISES, INC., be changed to ALBERT LEE, P.A. and that said name be used by the Corporation as its corporate name, subsequent to its filing in the office of the Secretary of State of the State of Florida.

RESOLVED, that the Corporation's purpose be changed to permit the professional service corporation to engage in every phase and aspect permitted by Chapter 475 of the Florida Statutes relating to the facilitation of real estate transactions. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds or any other type of investment, and own real and personal property necessary for the rendering of such professional services.

FURTHER RESOLVED, that Article I of the Articles of Incorporation of SHEBA ENTERPRISES, INC. is hereby amended to read:

ARTICLE I - NAME

The name of this corporation is ALBERT LEE, P.A.

FURTHER RESOLVED, that Article IV of the Articles of Incorporation of SHEBA ENTERPRISES, INC. is hereby amended to read:

Article IV - Nature of Business

The Corporation is organized for the purpose of rendering professional services and transacting any and all other lawful business and conducting any and all lawful activities that such professional corporations may engage in under Chapter 621, Florida Statutes, including, but not limited to engaging in every phase and aspect permitted by Chapter 475 of the Florida Statutes relating to the facilitation of real estate transactions. In addition, the corporation may

invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds or any other type of investment, and own real and personal property necessary for the rendering of such professional services.

IN WITNESS WHEREOF, the said Corporation has caused its corporate Seal to be affixed hereto, and the Amendment to the Articles of Incorporation to be signed and executed by the Sole Shareholder and Director of the Corporation on the date set forth opposite the signature below.

SOLE SHAREHOLDER, OFFICER AND
DIRECTOR OF ALBERT LEE, P.A.

Dated this 23 day of Dec., 1996


ALBERT LEE

(CORPORATE SEAL)

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 23 day of December, 1996, by ALBERT LEE, Sole Director, Officer and Shareholder of ALBERT LEE, P.A.

WITNESS my hand and official seal in the County and State set forth above, this 23 day of December, 1996.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

(Notary Seal)

