P96000079273

Secretary of State Division of Corporations Corp. Records Bureau 409 E. Gaines ST. Tallahassee, FL 32399

ATTENTION: Louise F. Jackson RE: Capital Asset Management

Enterprises, Inc.

90002050879--3 -01/08/97--01072--009 *****87.50 *****87.50

Dear Ms. Jackson

Enclosed please find the original and one copy of the Articles of Amendment to Articles of Incorporation, together with my check in the amount of \$87.50.

This represents the cost of the Filing Fees, and one certified copy for the above named corporation.

Please returned one stamped copy with your letter regarding the change of the above Corporate name to, NASSAU GROUP, INC.

Sincerely,

Jim Kent 2810 S.W. 122nd Ave. Miami, FL 33175 (305) 220-8477 FILED
97 JAN -3 PH 2: 4
SECRETARY OF STA

NOTE: WE ARE ENCLOSING A FEDERAL EXPRESS AIRBILL ADDRESSED FAND READY TO MAIL FOR IMMEDIATE RETURN.....PLEASE.

EFFECTIVE DATE

1-8-97

name Change

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED 97 JAN - 3 PM 2:46

SECRETARY OF STATE TALLAHASSEE, FLORIDA

	INCENTIA DECEMBER
CAPITAL ASSET MANAGEMENT ENTE	ERPRISES, INC.
	EFFECT DATE
	LITLOTTVE DATE
	1-8-97
(present name)	1-0-11

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 1 - CORPORATE NAME

The name of the Corporation shall be changed

from: CAPITAL ASSET MANAGEMENT ENTERPRISES, INC.

to: NASSAU GROUP, INC. Effective 1-8-97

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: January 2, 1997	
FOURT	H: Adoption of Amendment(s) (CHECK ONE)	
3 k	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
[The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	
	"The number of votes cast for the amendment(s) was/were sufficient for approval by	
	voting group	
(The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
Ţ	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
Signed this2nd day ofJanuary		
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
OR		
(By a director if adopted by the directors)		
OR		
	(By an incorporator if adopted by the incorporators)	
	Jim_Kent Typed or printed name	
	Pres	
Title		