

P96000089420

June 15, 1999

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

400002914074--2  
-06/24/99--01046--001  
\*\*\*\*\*87.50 \*\*\*\*\*43.75

Re: P99000018530  
P96000089420

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation for the two domestic corporations referenced above.

We have enclosed \$35.00 for each amendment and \$8.75 for each certified copy. Total of check is \$87.50.

Please mail the certified copies to:

Linda S. Merkin  
6720 Canary Palm Circle  
Boca Raton, Florida 33433

If there are any questions please call us at 1-800-996-8722

Sincerely,

*Linda S. Merkin*

Linda S. Merkin  
Registered Agent

FILED  
99 JUN 24 PM 3:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

T. LEWIS JUN 25 1999

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

UNITED SENIOR CITIZENS CAPITAL, INC. (P96000089420)

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:** Amendments(s) adopted:

**ARTICLE 5 - OFFICERS**

The officers of the Corporation shall be:

President:	Linda S. Merkin
Secretary:	Linda S. Merkin
Treasurer:	Linda S. Merkin

**ARTICLE 6 - DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Linda S. Merkin

**ARTICLE 12 - REGISTERED AGENT**

The name and address of the registered agent of this Corporation is Linda S. Merkin, 6720 Canary Palm Circle, Boca Raton, Florida 33428

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF  
INCORPORATION**

Linda S. Merkin, having been designated as the Registered Agent in the Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered agent under the applicable provisions of the Florida Statutes.

  
\_\_\_\_\_  
Linda S. Merkin, Registered Agent

FILED  
99 JUN 24 PM 3:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECOND:** Jerry A. Goldfarb shall endorse and transfer all outstanding shares of stock (100) to Linda S. Merkin before witness(s) not later than ten (10) days from the adoptive date of these amendments.

**THIRD:** The date of each amendment's adoption shall be June 15, 1999

**FOURTH:** The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this fifteenth day of June, 1999

Signature

Linda S. Merkin, President

Linda S. Merkin, President