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BASIC AMENDMENT

BERKE, DURANT & ASSOCIATES, INC.

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AMEND
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BERKE, DURANT & ASSOCIATES, INC.

The undersigned, Marilyn Durant, being the sole Director and President of BERKE, DURANT & ASSOCIATES, INC., a corporation duly organized and existing under the laws of the State of Florida, whose registered office is located at 2600 North Military Trail, Suite #410, Boca Raton, Florida 33431 (the "Corporation"), does hereby certify that pursuant to the applicable provisions of Florida law the shareholders of the Corporation approved and the Board of Directors of the Corporation adopted the following Amendment to the Articles of Incorporation:

ARTICLE V of the Articles of Incorporation of the Corporation is amended to read as follows:

The number of directors constituting the Board of Directors of the Corporation is hereby increased to three (3). The number of Directors may either be increased or decreased from time to time by an amendment to the Bylaws of the Corporation, but shall never be less than one (1). The names and addresses of the Board of Directors are:

Michael P. Berke, Chairman of the Board
100900 Fanfare Drive
Boca Raton, Florida 33428

Carter M. Strickland, Director
3220 Canterbury Drive
Boca Raton, Florida 33434

Paul Lucking, Director
1003 Lookout Ridge Court
Brentwood, Tennessee 37027

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The undersigned Sole Director has executed these Articles of Amendment on this 29th day of March 1999.

(SEAL)



MARILYN DURANT, Sole Director and President

Prepared By:
MARK L. NOWAK, ESQ.
FLORIDA BAR NO. 099985
2600 N. Military Trail, Fourth Floor
Boca Raton, FL 33431
(561) 241-1600

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