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WILLIAM R. FRAZIER
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April 1, 1997

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FILED
97 APR -2 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA UPS OVERNIGHT

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

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-04/02/97--01090--001
*****35.00 *****35.00

Dear Sirs:

On behalf of Heritage CIA, Inc., I am enclosing herewith for filing original and a duplicate copy of Articles of Amendment.

Also enclosed herewith is my firm's check payable to the Florida Department of State in the total amount of \$35.00 to cover the filing fee.

I would greatly appreciate it if you would please affix your receiving stamp on the duplicate copy of the Articles of Amendment and return same to me as an acknowledgment copy.

Thank you for your attention to this matter.

Very truly yours,



W. Robinson Frazier

WRF:cp
Enclosures

cc: Mrs. Nancy E. Aley
(w/enclosure)

N/c

VS APR 7 1997

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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
HERITAGE CLA, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

This is to certify, pursuant to Sections 607.1003 and 607.1006, Florida Statutes, that:

1. The name of the corporation is Heritage CLA, Inc.
2. The following is a true and complete copy of the Amendment to Article I of the Articles of Incorporation:

"Article I

"The name of the corporation is A & A Financial, Inc."

3. The date of adoption of the foregoing amendment was April 1, 1997.

4. The foregoing amendment was approved by both the directors and the common shareholders of the corporation. The number of votes cast for the amendment by both the directors and the common shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officers of this corporation have executed these Articles of Amendment to its Articles of Incorporation as of this 1st day of April, 1997.

HERITAGE CLA, INC.

By: Nancy E. Aley
Nancy E. Aley, President

ATTEST: Nancy E. Aley
Nancy E. Aley, Secretary

(Corporate Seal)

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 1st day of April, 1997, by NANCY E. ALEY, in her capacity as both