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PHILIP TATICH
PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELLORS AT LAW
POST OFFICE DRAWER 7540
MAITLAND, FLORIDA 32794-7540

November 14, 1997

TELEPHONE (407) 629-4433
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341 N. MAITLAND AVENUE
SUITE 340
MAITLAND, FLORIDA 32751

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

200002348542--6
-11/17/97 -01052-007
*****82.50 *****82.50

Re: *Leeds Holdings/Southeast, Inc.*

200002348542--6
-11/17/97 -01052-008
*****5.00 *****5.00

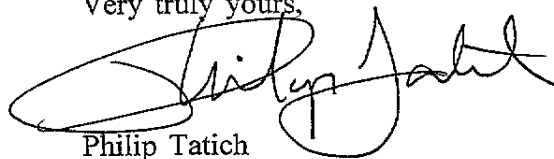
Gentlemen/Ladies:

Enclosed are the following items:

1. Our letter of even date containing *Articles of Amendment to Articles of Incorporation* whereby a currently registered corporation known as "Leeds Holdings/Southeast, Inc." is amending its *Articles of Incorporation* to provide for a change in the name of the corporation to "L. H. Pepper, Inc."
2. Our letter of even date containing *Articles of Incorporation* with respect to the formation of a new corporation by the name of "Leeds Holdings/Southeast, Inc." since, by virtue of the name change of the current corporation by that name, such name would be available for the purpose of the incorporation.

Please call if you have any questions regarding the foregoing or the enclosures.

Very truly yours,



Philip Tatich

PT:at
Enclosures

cc: Howard B. Lefkowitz

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N.C.
11-19-97
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 17 PM 2:11

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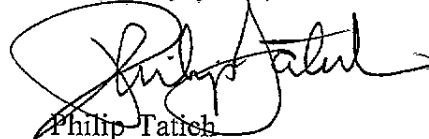
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: *Leeds Holdings/Southeast, Inc.*

Gentlemen:

I am enclosing the original *Articles of Amendment to Articles of Incorporation* being filed on behalf of the referenced corporation, together with checks totalling \$87.50 to cover the filing fee (\$35.00) and the cost of a certified copy (\$52.50). Upon filing, please return the certified copy to the undersigned.

Very truly yours,


Philip Tatich

PT:at

Enclosures

cc: Howard B. Lefkowitz

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

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DIVISION OF CORPORATIONS
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Pursuant to the provisions of Section 607.1001 of the Florida Statutes, **LEEDS HOLDINGS/SOUTHEAST, INC.**, a Florida corporation, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I - ADOPTION AND TEXT OF AMENDMENT

The sole Director of the Corporation approved a resolution amending Article I of the Articles of Incorporation by written consent dated the 12th day of November, 1997, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and the sole Shareholder of the Corporation approved the resolution amending Article I of the Articles of Incorporation by written consent dated the 12th day of November, 1997, in accordance with the provisions of Section 607.0704 of the Florida Statutes. The following is a true and correct copy of the resolution amending Article III of the Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation of the Corporation be amended to read as follows:

ARTICLE I
NAME AND PRINCIPAL OFFICE

*The name of the corporation shall be **L. H. PEPPER, INC.** and its principal office shall be located at 1900 Summit Tower Boulevard, Suite 260, Orlando, Florida 32810.*

ARTICLE II - EFFECTIVE DATE OF AMENDMENT

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

DATED this 12th day of November, 1997.

LEEDS HOLDINGS/SOUTHEAST, INC.

By: _____

Howard B. Lefkowitz, President

**STATE OF FLORIDA
COUNTY OF ORANGE**

The foregoing *Articles of Amendment* was acknowledged before me this 13th day of November, 1997, by **HOWARD B. LEFKOWITZ**, as President of **LEEDS HOLDINGS/SOUTHEAST, INC.**, Florida corporation, who is personally known to me.

Notary Public, State of Florida

Name: _____

My Commission Expires: _____



PHILIP TATCH
MY COMMISSION # CC389399 EXPIRES
September 3, 1998
BONDED THRU TROY FAIR INSURANCE, INC.