

P97000005108

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 21 AM 10:07

December 19, 2000

VIA OVERNIGHT DELIVERY

Florida Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Attn: Filing Section

Re: ADS DISTRIBUTORS, INC. -
Document No. P97000005108

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-12/21/00--01096--004
*****43.75 *****43.75

Dear Sir/Madam:

Enclosed please find for filing Articles of Amendment to the Articles of Incorporation of the above-captioned corporation.

Enclosed is a check for \$43.75, covering the various fees incident to the filing of the Articles of Amendment to the Articles of Incorporation. Please send a certified copy of the Articles of Amendment to my attention at the above address.

Thank you for your cooperation.

Sincerely,


Edwin B. Kagan

EBK/bac
Enclosures
cc: Michael Rogan

N/C

V. SHEPARD JAN 5 2001

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ADS DISTRIBUTORS, INC.

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Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of ADS DISTRIBUTORS, INC. (the "Corporation") shall be amended as follows:

ARTICLE I NAME OF CORPORATION of the Articles of Incorporation of the Corporation shall be amended in its entirety to read as follows:

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be **ROGAN, ROSENBERG & ASSOCIATES, INC.** (the "Corporation").

The foregoing amendment to the Articles of Incorporation of the Corporation was approved and adopted by the directors of the Corporation and by the shareholders of the Corporation on the 19th day of December, 2000. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment to the Articles of Incorporation of the Corporation this 20th day of December, 2000.

ADS DISTRIBUTORS, INC.

By: [Signature]
Michael G. Rogan, President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20th day of December, 2000, by MICHAEL G. ROGAN, as President of ADS Distributors, Inc.

[Signature]
NOTARY PUBLIC
My Commission Expires:



Edwin B. Kagan
My Commission CC911208
Expires February 10, 2004

Personally known X or Produced Identification _____
Type of Identification Produced _____