



THE UNITED STATES
CORPORATION
COMPANY

P97000020671

98 AUG 3 PM 3:23
FILED
TAMPA, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 913419 150312A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 3, 1998

ORDER TIME : 10:30 AM

ORDER NO. : 913419-005

CUSTOMER NO: 150312A

CUSTOMER: Ms. Jeanette C. Ferguson
Miller South & Dimasi, P.a.
Suite 120
2699 Lee Road
Winter Park, FL 32789

name
Change
Amend

900002605349--7
-08/03/98--01071--004
*****35.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: MERKEL AND ADLER, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: _____

RECEIVED
98 AUG -3 AM 11:30
DIVISION OF CORPORATION

*00789,

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
MERKEL & ADLER, INC.

FILED
98 AUG -3 PM 3:23
TALLAHASSEE, FLORIDA

WHEREAS, the name of the Corporation is MERKEL & ADLER, INC.; and

WHEREAS, the Corporation was incorporated pursuant to the provisions of the laws of the State of Florida, on March 7, 1997; and

WHEREAS, the undersigned Corporation, by and through its Directors and Shareholders and pursuant to the provisions of Section 607.1003 of the Florida Statutes, wishes to amend the aforesaid Articles of Incorporation; and

WHEREAS, the Stockholders and Board of Directors at a meeting held on March 24, 1998, unanimously agreed to amend the aforesaid Articles of Incorporation in the manner hereinafter set forth, by achieving a quorum and by obtaining the proper majority vote in the case of the directors and of the holders of the outstanding common stock of the Corporation as specified in the Corporation's Articles of Incorporation, Bylaws and/or the Florida Statutes, as applicable.

NOW, THEREFORE, the undersigned hereby amends the Articles as follows:

1. Articles I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE I

The name of the corporation shall be:

ADERA, INC.

2. Except as modified herein, the Articles of Incorporation of said Corporation shall be and remain in full force and effect.

IN WITNESS WHEREOF, the Articles of Amendment have been executed this 16 day of April, 1998.

MERKEL & ADLER, INC.

By: _____

Kurt Merkel, President

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

SWORN TO AND SUBSCRIBED before me this 16th day of April, 1998, by Kurt Merkel, the President of Merkel & Adler, Inc., who is (a) ✓ personally known to me or (b) has produced _____ as identification.

Ronda L. White
NOTARY PUBLIC-State of Florida
Print Name Ronda L. White
My Commission Expires:



RONDA L. WHITE
My Commission CC456506
Expires Apr. 30, 1999
Bonded by HAI
800-422-1556