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Reply to: Pompano Beach

April 28, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

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-05/02/97--01064--015
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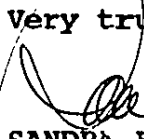
Re: **RMS CONSULTING, INC. - Change of Name to
RMS CONSULTANTS, INC.**
Our File No. 97-33-7313

Gentlemen:

Enclosed please find the original and one copy of the Amendment to the Articles of Incorporation for the above-captioned corporation. Also enclosed is my check made payable to you, in the amount of Eighty Seven and 50/100 Dollars (\$87.50), which represents the filing fee and the fee for returning one certified copy of the said Amendment to the Articles of Incorporation to this office.

I trust the foregoing is satisfactory. If you have any questions pertaining thereto, please do not hesitate to contact me.

Very truly yours,


SANDRA E. TILLMAN
Legal Assistant to
STUART S. ROSENTHAL

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Enclosures

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FILED
97 MAY -2 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change

LFT

5-12-97

FILED
97 MAY -2 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO THE ARTICLES OF INCORPORATION OF
EMS CONSULTING, INC.

The undersigned, being the original sole Incorporator of
EMS CONSULTING, INC., a Florida corporation, hereby amends said
Articles of Incorporation as follows:


1) Name of Corporation. The name of the corporation
shall be EMS CONSULTANTS, INC., effective this 15th day of April,
1997.


2) Issuance of Stock. As of the date of this
amendment, no stock has been issued.

3) Other than hereinabove set forth, said Articles of
Incorporation as originally adopted, shall remain in full force and
effect.

IN WITNESS WHEREOF, the following individual being the
sole original Incorporator of the corporation has executed this
Amendment to the Articles of Incorporation, the 15th day of April, 1997.

Signed, sealed and delivered
in the presence of:


B. A. Callahan


STUART S. ROSENTHAL
Original Sole Incorporator

CORPORATE ACKNOWLEDGEMENT - SHORT FORM

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 15th day
of April, 1997 by STUART S. ROSENTHAL on behalf of the
corporation. He/she is personally known to me or who has produced
as identification and who did (did not)
take an oath.

NOTARY PUBLIC COMMISSION # _____

(SEAL)

