

FRED ELEFANT, P. A.

ATTORNEY AT LAW

DUPONT CENTER, SUITE 105
1650 PRUDENTIAL DRIVE
JACKSONVILLE, FLORIDA 32207

FAX (904) 398-2268
TELEPHONE (904) 398-2277

MAILING ADDRESS:
POST OFFICE BOX 749
JACKSONVILLE, FL 32201-0749

P970000035193

May 12, 1997

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

RE: Sand Dollar Financial Corp.--
Change of Name to Beacon Financial Corp.

100002178341--9
-05/14/97--01079--001
*****35.00 *****35.00

Gentlemen:

Enclosed please find the original and one copy of a Certificate of Amendment of Articles of Incorporation of Sand Dollar Financial Corp., changing its name to Beacon Financial Corp.

After you have filed the original of the Certificate, please return a stamped "filed" copy to me. Enclosed is our check in the amount of \$35.00 for the filing fee.

Very truly yours,


Fred Elephant

FE/lc
Enclosures

[Handwritten notes and stamps at the bottom of the page, including "FILED" and "MAY 14 1997"]

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
SAND DOLLAR FINANCIAL CORP.

SAND DOLLAR FINANCIAL CORP., a Florida corporation, hereby certifies as follows:

That at the organizational meeting of the Board of Directors and shareholders of said corporation duly convened and held on the 18th day of April, 1997, at 4:00 p.m. (notice of which meeting had been waived in writing by all of the directors and shareholders of said corporation), the following resolution was unanimously adopted by the owners of 100% of the stock of the corporation and all of the directors thereof:

"RESOLVED that Article I of the Articles of Incorporation of said corporation be amended so that, as amended, it shall read as follows:

'ARTICLE I - NAME

'The name of this corporation shall be BEACON
FINANCIAL CORP.'"

IN WITNESS WHEREOF, SAND DOLLAR FINANCIAL CORP. has caused this Certificate to be executed by its President and Vice President/Secretary and its corporate seal to be hereunto affixed and attested by its Vice President/Secretary this 25 day of April, 1997.

SAND DOLLAR FINANCIAL CORP.

By Edward Mashek
Edward Mashek
Its President

Attest Lorraine Andrews
Lorraine Andrews
Its Vice President/Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

On this 7TH day of ^{MAY}~~April~~, 1997, before me, the undersigned authority, personally appeared Edward Mashek, who acknowledged before me that as President of Sand Dollar Financial Corp., he executed the foregoing Certificate of Amendment of Articles of Incorporation of Sand Dollar Financial Corp., in the name and on behalf of said corporation in accordance with the authority duly conferred upon him by the stockholders and Board of Directors of said corporation, and further acknowledged that the corporate seal of said corporation was duly affixed and attested by the Vice President/Secretary of said corporation, and further acknowledged that the foregoing Certificate of Amendment of Articles of Incorporation of Sand Dollar Financial Corp. is the act and deed of the corporation.

WITNESS my hand and official seal at Jacksonville, Florida, on the day and year first above written.

Susan E. Alexander
Notary Public, State of Florida at Large

My commission expires:

