

997000036725
FMHC Corporation

Consultants to the Telecommunications Industry

Cocoa Beach Office

June 23, 1997

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: FMHC Corporation, Articles of Amendment

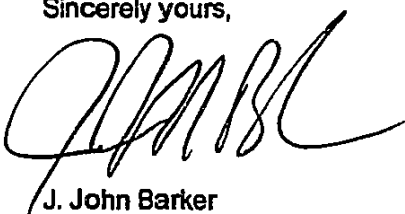
Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Amendment, for filing with your office. Also enclosed please find our check in the amount of \$ 35.00, which represents the filing fee.

Upon filing, please provide me with a conformed copy of the document, for which I have enclosed a copy.

Thank you for your assistance in this matter.

Sincerely yours,


J. John Barker

Encl.

800002222368--1
-06/25/97-01025-007
***\$35.00 ***\$35.00

FILED
97 JUL 28 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1325 North Atlantic Highway • Suite 198 • Cocoa Beach, Florida 32931

Phone 407-783-1277 • Fax: 407-783-0028

ARTICLES OF AMENDMENT

OF

FMHC CORPORATION

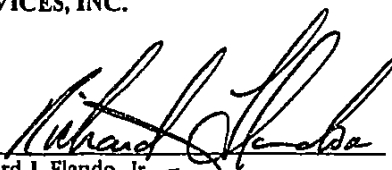
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97 JUL 28 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


The undersigned being all of the directors named in the Articles of Incorporation hereby execute and amend the Articles of Incorporation of FMHC Corporation in accordance with the laws of the State of Florida.

The date of the adoption of the amendment is June 17, 1997. The amendment was adopted by a unanimous vote of the shareholders, such number of votes being sufficient for approval.

ARTICLE 1 - NAME


The name of the Corporation is changed to FMHC REAL ESTATE SERVICES, INC.

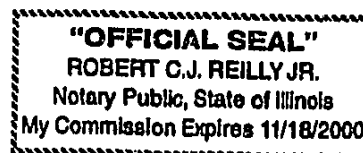

Richard J. Flando, Jr. Date 7/24/97
Chairman of the Board of Directors


John E. Hansen, Director Date 7/24/97

STATE OF ILLINOIS
COUNTY OF COOK

I HEREBY CERTIFY that on this 24th day of July, 1997, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared RICHARD J. FLANDO, JR., and JOHN E. HANSEN, who are personally known to me to be the directors, who executed the foregoing Articles of Amendment.


Notary Public
My Commission Expires: Nov. 18, 2000





FMHC Corporation

Real Estate Consultants to the Communications Industry

Ms. Teresa Brown
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Letter Number 097A00034036
Ref. Number: P97000036725

July 24, 1997

Dear Ms. Brown:

Enclosed please find a revised Amendment to the Articles of Incorporation of FMHC Corporation. Your letter dated June 27, 1997 also is enclosed, at your request.

I hope that the new Amendment addresses the issues that you raised in your letter. If not, please contact me immediately.

Thank you for your time and trouble. Please call me with any questions at our toll-free number, (800) 470-8892.

Sincerely yours,

Robert C.J. Reilly, Jr.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 27, 1997

J. JOHN BAKER
FMHC CORPORATION
1325 NORTH ATLANTIC HIGHWAY, #198
COCOA BEACH, FL 32931

SUBJECT: FMHC CORPORATION
Ref. Number: P97000036725

We have received your document for FMHC CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 097A00034036