## PA7000555792 MOOERS BRANTON FLESSNER & CO.

MERCHANT BANKING SINCE 1991

Tuesday, November 06, 2001

Secretary of State/Division of Corporations **AMENDMENTS SECTION**P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

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Enclosed please find one original and one copy of the Articles of Amendment to the Articles of Incorporation for Mooers Branton & Co. Articles were filed June 20, 2001 (No. P97000055792) under the name of Mooers Branton Flessner & Co. I am requesting that these Amended Articles of Incorporation be filed pursuant to the provisions of Chapter 607.1007 F.S. The appropriate restatements are included in the Articles of Amendment to the Articles of Incorporation.

Further, please find enclosed a check for \$52.50 for the following filing fees:

Restatement of Articles o f Incorporation with
Amendment of Articles

Certified Copy

8.75

Certificate of Status

Total Enclosed

\$35.00

8.75

\$52.50

Please send all information and documentation to the following person at the prescribed address for this company, which is: Mooers Branton & Co.

1424 State Street Sarasota, FL 34236

1/5///

Roger G. Branton

Vice Chairman

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF MOOERS BRANTON FLESSNER & CO. Incorporation

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amend ment to its articles of incorporation:

Amendment(s) adopted: (indicate article number(s) being amended, added FIRST: or deleted) **AMENDED** Article I - Name Change From: Mooers Branton Flessner & Co. Incorporated Mooers Branton & Co. Incorporated If an amendment provides for an exchange, reclassification or can exchange, SECOND: of issued shares, provisions for implementing the amendment if not contained in the amendment itself, ar e as follows: NOT APPLICABLE November 6, 2001 The date of each amendment's adoption: THIRD: Adoption of Amendment(s) (CHE CK ONE) FOURTH: The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

X The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

"The number of votes cast for the amendment(s) was/were sufficient for approval by

Signed this 6<sup>th</sup> day of November, 2001

Signature (By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

Typed or Printed Name

Roger G. Branton Vice Chairman

Title