

P97000064380

JOHN R. DOWD, JR.

ATTORNEY AT LAW

155 CRYSTAL BEACH DRIVE, SUITE C-137

DESTIN, FLORIDA 32541

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LOCATED IN:

ACCLAIM CORPORATE PLAZA

CRESTVIEW OFFICE:

682-6164-FAX 682-8343

July 23, 1998

State of Florida Secretary of State  
Department of Corporations  
409 East Gaines St.  
Tallahassee, FL 32314

000002600400--2  
-07/28/98--01055--005  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Re: Payroll Benefits Administration and Financial Services, Inc.

0000102600400--2  
-08/11/98--01051--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed please find the Articles of Amendment to the Articles of Incorporation of the above mentioned corporation along with a check for \$52.50 for certified copies of the amendment.

If everything is acceptable, please amend the name of the corporation as stated in the Articles of Amendment.

Thank you in advance for your assistance in this matter.

Very truly yours,

*John R. Dowd, Jr.*

John R. Dowd, Jr.

JRD/rw

Enclosures

FILED  
98 AUG 11 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Name Change*  
*RF 8-14-98*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 30, 1998

JOHN R. DOWD, JR.  
155 CRYSTAL BCH. DR., STE. C-137  
DESTIN, FL 32541

SUBJECT: PAYROLL BENEFITS ADMINISTRATION AND FINANCIAL  
SERVICES, INC.  
Ref. Number: P97000064380

We have received your document for PAYROLL BENEFITS ADMINISTRATION AND FINANCIAL SERVICES, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The amendment must be adopted in one of the following manners:

**(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.**

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) 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.

**(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.**

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The name of the person signing the document must be typed or printed beneath or opposite the signature.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new

name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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 (850) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 298A00040146

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
PAYROLL BENEFITS ADMINISTRATION AND  
FINANCIAL SERVICES, INC.**

FILED  
98 AUG 11 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation filed July 25, 1997.

FIRST: The name of the corporation is PAYROLL BENEFITS  
ADMINISTRATION AND FINANCIAL SERVICES, INC.

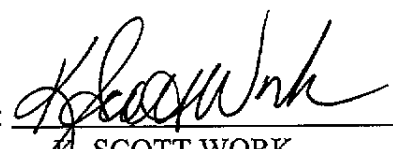
SECOND: The following amendment of the Articles of Incorporation  
Was adopted by the corporation:

From: Payroll Benefits Administration and Financial Services, Inc.  
To: SEA LEASING, INC.

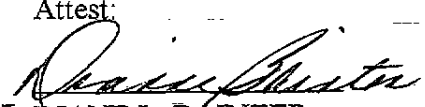
THIRD: The amendment was approved by the majority of the shareholders, on the  
20th day of July 1998 and the number of votes cast for the amendment by  
the shareholders was sufficient for approval.

Signed this 6th day of August, 1998.

PAYROLL BENEFITS ADMINISTRATION  
AND FINANCIAL SERVICES, INC.

By:   
R. SCOTT WORK  
President

Attest:

  
DIANNE DIANE L. BANTER  
Secretary