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BASIC AMENDMENT

THE BELIEVERS, INC.

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February 19, 2001

THE BELIEVERS, INC. 2913 BERNICE DR. JACKSONVILLE, FL 32257

SUBJECT: THE BELIEVERS, INC. REF: P97000064810

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Darlene Connell Corporate Specialist

FAX Aud. #: H01000018591 Letter Number: 201A00010449 (((H01000018591 7)))

ARTICLES OF AMENDMENT

RESOLVED, to amend the Articles of Incorporation in compliance with section 607.1006, Florida Statutes, and to duly file necessary notices of amendment with the Division of Corporations.

RESOLVED, to amend the first Article: The name of the corporation THE BELIEVERS, INC. shall be changed to THE WISE COUNSEL, INC.

The Board of Directors has adopted the amendment. There was no action required by the Shareholders.

The undersigned hereby certifies that he/she is the duly elected and qualified Director of THE BELIEVERS, INC., a corporation duly formed pursuant to the laws of the state of Florida, and that the foregoing is a true record of a resolution duly adopted at a meeting of the Board of Directors and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on February 16, 2001, and that said resolution is now in full force and effect without modification or rescission.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Amendment on the date signing.

A TRUE RECORD.

ATTEST.

John F. Beehner, Director The Believers, Inc. 9 PM 3: ZU RY OF STATE SSEE, FLORIDA