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Tanya G. Foreman

Attorney at Law

14501 Montfort Drive, #1315
Dallas, Texas 75240
(972) 789-1711

October 3, 1997

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

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-10/09/97--01016--003
*****35.00 *****35.00

RE: **Articles of Amendment to Articles of Incorporation of Integrated Financial Services of North Florida, Inc.**

Dear Sir or Madam:

Enclosed is an **original and one (1) copy** of the above-referenced document and a check for the amount of \$35.00. Please return the file-stamped copy of the foregoing instrument to me at the following address:

Tanya G. Foreman
14501 Montfort Drive, #1315
Dallas, Texas 75240

If you have any questions, please contact me at (214) 520-9292, Ext. 316. Thank you for your prompt assistance in this matter.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 16 PM 1:45

Sincerely,

Tanya G. Foreman

Tanya G. Foreman
Attorney at Law

Ms. Foreman GAVE

AUTHORIZATION BY PHONE TO

insert date of adoption 10/6/97
CORRECT

DATE 10/16/97

DOC. EXAM. TL
Enclosures

a:\FSLtr4.wpd

Amend
SG 10/16/97

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
INTEGRATED FINANCIAL SERVICES OF NORTH FLORIDA, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 16 PM 1:45

Integrated Financial Services of North Florida, Inc., a corporation organized and existing under and by virtue of the laws of the State of Florida (the "Corporation"), pursuant to the provisions of Section 607.1006 of the Florida Statutes, does hereby certify:

FIRST: That the Board of Directors of the Corporation has hereby adopted resolutions by unanimous consent setting forth a proposed amendment to the Corporation's Articles of Incorporation by deleting Article I thereto, and substituting a new Article I in lieu thereof, declaring said amendment to be advisable and directing that the amendment be submitted to the holders of at least a majority of the outstanding stock of the Corporation for their consent.

SECOND: Article I of the Articles of Incorporation is deleted, and the following new Article I is substituted in lieu thereof:

ARTICLE I

The name of the Corporation is **Worldwide Integrated Financial Services, Inc.**

THIRD: That thereafter, pursuant to a resolution of the Corporation's Board of Directors, a consent in writing, including the proposed amendment, was signed by the holders of in excess of a majority of the outstanding Common Stock of the Corporation, which was not less than the minimum number of votes necessary to authorize such an amendment at a meeting at which all members having the right to vote thereon were present and voted, and written notices of such action has been sent to all other shareholders who have not consented in writing to such action.

FOURTH: Said amendment was duly appointed in accordance with the provisions of Sections 607.1002-607.1005 of the Business Corporation Act, Section 10.1 of the Bylaws of the Corporation, and other applicable laws of the State of Florida. Date of adoption by shareholders was October 6, 1997

IN WITNESS WHEREOF, the undersigned have hereunder subscribed our names this

6th day of October, 1997.

Donald G. Foreman

Donald G. Foreman,
President

Guy Williams

Guy Williams,
Secretary

STATE OF FLORIDA

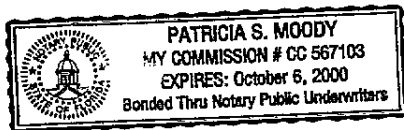
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COUNTY OF COLUMBIA

BEFORE ME, the undersigned Notary Public of the State of Florida, personally appeared Donald G. Foreman and Guy Williams, to me well known and known to me to be the individuals described in and who executed the foregoing Articles of Amendment, and each acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 6th day of October, 1997.

My Commission Expires:



Patricia S. Moody
Notary Public, State of Florida
Printed, typed, or stamped name:
Patricia S. Moody