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ACCOUNT NO. : 072100000032

REFERENCE : 582052 10463A

AUTHORIZATION

Patricia Pignatelli

COST LIMIT : \$ ~~PPD~~ 87.50

(CKS)

ORDER DATE : October 29, 1997

ORDER TIME : 11:11 AM

ORDER NO. : 582052-005

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CUSTOMER NO: 10463A

CUSTOMER: Michael D. Harris, Esq
Cohen Chernay Norris
4th Floor
712 U.S. Highway 1
North Palm Bch, FL 33408-7146

DOMESTIC AMENDMENT FILING

NAME: BOP CAPITAL MANAGEMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
97 OCT 29 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 OCT 29 AM 11:58
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Handwritten signature and date 10/29

SECOND ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
BOP CAPITAL MANAGEMENT, INC.

FILED
197 OCT 29 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1003 of the Florida Business Corporation Act (the "Act"), BOP Capital Management, Inc. (the "Corporation") adopts this Amendment to the Articles of Incorporation set forth below:

1. The name of the Corporation is BOP Capital Management, Inc.
2. The principal address of the Corporation is 621 N.W. 53rd Street, Suite 260, Boca Raton, Florida, 33487.
3. The following amendment to the Corporation's Articles of Incorporation were adopted by the unanimous consent of shareholders of the Corporation on the 23rd day of October, 1997 in accordance with and in a manner prescribed by the Act:

Article I is hereby amended in its entirety to read:

ARTICLE I - NAME AND ADDRESS

The name of this Corporation is LOP Capital Management, Inc. and the principal place of business and mailing address of this Corporation shall be 621 N.W. 53rd Street, Suite 260, Boca Raton, Florida, 33487.

IN WITNESS WHEREOF, the undersigned, President of this Company, has executed the foregoing Amendment to the Company's Articles of Incorporation this 27 day of October, 1997.

BOP CAPITAL MANAGEMENT, INC.

BY: 

John Orosey, President 