

P97000089245

FILING COVER SHEET

REFERENCE:

050. 4147

DATE:

10-14-98

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

McCANN Group, Inc.

STATE FEES PREPAID WITH CHECK # 3419 FOR \$ 35⁰⁶

PLEASE FILE:

() ARTICLES OF INC.

() ANNUAL REPORT

() QUALIFICATION

() FICTITIOUS NAME

() TRADEMARK/SERVICE

☒ AMENDMENT

() MERGER

() LIMITED PARTNERSHIP

() LIMITED LIABILITY

() UCC-1

() DISSOLUTION

() WITHDRAWAL

() ANNUAL REPORT

() REINSTATEMENT

() UCC-3

PROVIDE US WITH:

() CERTIFIED COPY

() CERTIFICATE OF STATUS

☒ STAMPED COPY

Examiner's Initials

See 10/14

400002663564--5
-10/14/98--01045--030
*****35.00 *****35.00

FILED
98 OCT 14 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATION

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MCCANN GROUP, INC.**

FILED
98 OCT 14 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is **MCCANN GROUP, INC.** (the "Corporation"), document number P97000089245, filed on October 16, 1997.
2. The following Amendment to the Articles of Incorporation was adopted by the all of the Directors of the Corporation and by all of the Shareholders of the Corporation, the number of votes cast being sufficient for approval, on October 9, 1998 in the manner prescribed by Section 607.1003 of the Act:

RESOLVED, that Article I of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

ARTICLE I

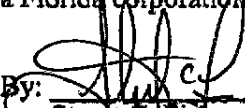
Name

The name of this Corporation is NADIF Group, Inc. (hereinafter, the "Corporation") and its mailing address is c/o Pedro A. Martin, Esq., Greenberg Traurig, P.A., 1221 Brickell Avenue, 24th Floor, Miami, Florida 33131.

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned being the President of the Corporation, has executed these Articles of Amendment to Articles of Incorporation of **MCCANN GROUP, INC.** this 12th day of October, 1998.

MCCANN GROUP, INC.,
a Florida corporation

By: 
Stuart C. Fisher, President