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December 2, 1997

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-12/04/97--01063--008
*****35.00 *****35.00

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Filing Amendment to Articles of Incorporation for Anthony H.
Levering, Private Trustee, Inc.

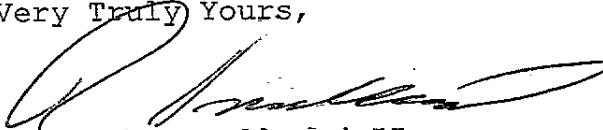
Dear Sir or Madam:

Enclosed is 1 original and one exact copy of the Articles
Amendment to the Articles of Incorporation for the above-named
proposed Florida corporation. Also enclosed is a check in the
amount of \$35.00 for Filing Fee.

Please return the enclosed copy to my office. If you should
have any questions, please do not hesitate to call.

With kindest regards, I remain,

Very Truly Yours,


Robert T. Smallwood II

xc: File

FILED
97 DEC -4 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C Amend

See 12/12

**Articles of Amendment
to
Articles of Incorporation
of Anthony H. Levering, Private Trustee, Inc.**

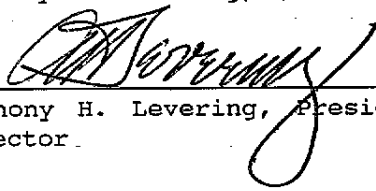
FILED
97 DEC -4 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The articles of incorporation of Anthony H. Levering, Private Trustee, Inc. were amended by the corporation's board of directors prior to issuance of shares on December 2, 1997. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.1006.

1. The name of the corporation is amended to be Anthony H. Levering, Inc..
2. The amendment was adopted by the board of directors the 2nd day of December, 1997, and shareholder action was not required.

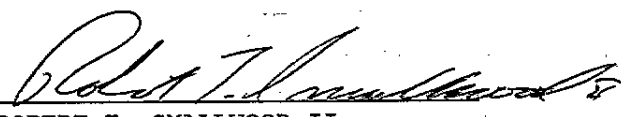
Dated December 2, 1997.

Anthony H. Levering, Inc.

By 
Anthony H. Levering, President and
Director

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this December 1, 1997,
by ANTHONY H. LEVERING, as Director and President of Anthony H. Levering, Inc.
who is personally known to me.


ROBERT T. SMALLWOOD II,
Notary Public of the State of
Florida

