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ACCOUNT NO. : 072100000032

REFERENCE : 679352 7142288

AUTHORIZATION :

COST LIMIT :

*Patricia Pizzuti*

\$ 87.50

ORDER DATE : January 23, 1998

ORDER TIME : 9:55 AM

ORDER NO. : 679352-010

CUSTOMER NO: 7142288

500002410065--8

CUSTOMER: Sharon Zuccaro, Esq  
Sharon M. Zuccaro, Esq.  
Suite 210  
1400 Gulf Shore Blvd.  
Naples, FL 34102

DOMESTIC AMENDMENT FILING

NAME: MDG-CAPITAL PARTNERS QUALITY,  
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: Cassandra Bryant

EXAMINER'S INITIALS:

*KG 1/23*

FILED  
98 JAN 23 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
98 JAN 23 AM 10:58  
DIVISION OF CORPORATION

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
MDG-CAPITAL PARTNERS QUALITY, INC.**

Pursuant to the provisions of Chapter 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles Of Amendment to its Articles Of Incorporation, to-wit:

FIRST: Amendment adopted:

The name of the undersigned corporation shall be changed to:

MDG-Capital Partners Allstate, Inc., a Florida corporation

SECOND: The date of this Amendment's adoption:

January 21, 1998

THIRD: Adoption of Amendment:

The Amendment was approved by the shareholders. The number of votes cast for the Amendment was unanimous and sufficient for approval.

All other provisions of the Articles Of Incorporation shall remain unchanged.

Signed this 22<sup>nd</sup> day of January, 1998.

By: \_\_\_\_\_

William L. Kohn, President

FILED  
98 JAN 23 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA