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98 MAY 11 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
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| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|-------------------------------------|--|
| <input checked="" type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

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| OTHER FILINGS | |
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| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

5/8

FIRST AMENDMENT
TO ARTICLES OF INCORPORATION
OF
FLORA'S BOOKKEEPING SERVICES, INC.

FILED
98 MAY 11 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Flora A. Odum, President of Flora's Bookkeeping Services, Inc., A Florida Corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes this Articles of First Amendment to the Articles of Incorporation of the Corporation for the purpose of amended the Articles of Incorporation as follows:

ARTICLE FIRST: This amendment of the Articles of Incorporation effects Article XI of the Articles of Incorporation, which is amended to provide as follows:

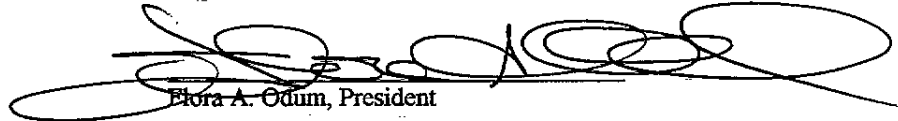
The name and post office address of the subscribers to the capital stock of the corporation, and the number of shares that she agrees to take is:

| <u>NAME</u> | <u>ADDRESS</u> | <u>NO. OF SHARES</u> | <u>VALUE OF CONSIDERATION</u> |
|---------------|--|--------------------------|-----------------------------------|
| Flora A. Odum | 7157 Green Needle Drive Winter Park, FL 32792 | 500 | Five Hundred Dollars (\$500) |

ARTICLE SECOND: The amendment to the Articles of Incorporation of the corporation hereof was duly adopted by the shareholders of the corporation by written consent, executed on April 15, 1998, who took said Action by the holders of the outstanding shares having no less than the minimum number of votes required upon recommendation by the Board of Directors of the Corporation.

ARTICLE THIRD: The effective date of these First Amendment to The Articles of Incorporation shall be upon the filing thereof with the Florida Department of State.

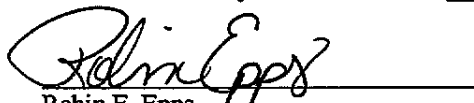

IN WITNESS WHEREOF, the undersigned, Flora A. Odum, President of the Corporation, has hereunto set his hand this 17th day of April 1998.


Flora A. Odum, President

COUNTY OF ORANGE
STATE OF FLORIDA

I HEREBY CERTIFY that on this day, before me, the undersigned authority, duly authorized under the laws of the State of Florida, to administer oaths and take acknowledgements, personally appeared FLORA A. ODUM, who is personally known to me, to be the person who subscribed to and signed the above and foregoing Amendment to Articles of Incorporation and who being by me first duly sworn, acknowledged that she made and subscribed the above and foregoing Articles of Incorporation for the uses and proposes therein expressed and the facts therein stated are truly set forth.

WITNESS my signature and official seal in the State and County last aforesaid this 17th day of April 1998.


Robin E. Epps
NOTARY PUBLIC, State of Florida
 My Commission CC593109
Expires October 30, 2001

(SEAL)

Commission Number: 1693106
My commission Expires: 10-30-01