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FLORIDA DIVISION OF CORPORATIONS

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NAME: ARC FINANCIAL SERVICES, INC.

AUDIT NUMBER.....H98000022379

DOC TYPE.....BASIC AMENDMENT

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
ARC FINANCIAL SERVICES, INC.**

The following provision of the Articles of Incorporation of ARC FINANCIAL SERVICES, INC., a Florida corporation (the "Corporation"), filed with the Department of State on August 17, 1998, document number P98000071360, be, and hereby is, amended as shown below:

Article I of the Articles of Incorporation of this Corporation is hereby amended to read in its entirety as follows:

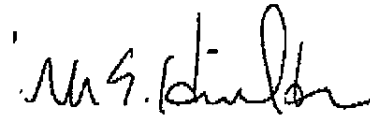
**ARTICLE I
NAME**

The name of this Corporation shall be:

AMERISOURCE FINANCIAL SERVICES, INC.

The foregoing amendment was adopted by the Joint Consent Action of the members of the Board of Directors and the Shareholders of this Corporation, dated the 1st day of December, 1998.

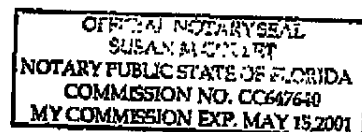
IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment on this 1st day of December, 1998.



Mark E. Hamilton, President

Prepared by: William J. Gross, Esq.
Bar No. 0898678
Tripp Scott
P.O. Box 14245
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(954) 525-7500

Susan M. Lolato



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