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8/27/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: ACE INDUSTRIES. INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN PHONE: (305)358-2571

FAX #: (305)358-7832

NAME: INVESTOR PROTECTION EXCHANGE, INC.

AUDIT NUMBER.....H98000016080 DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...O

PAGES..... 2

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FORCE COOK IS ON .

August 27, 1998

INVESTOR PROTECTION EXCHANGE, INC. 11840 NORTHEAST 19TH DRIVE, #8 MIAMI, FL 33181

SUBJECT: INVESTOR PROTECTION EXCHANGE, INC.

REF: P98000073552

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filling cover sheet.

The phone number of the preparer of the original document must be contained in the lower left-hand corner of the first page of the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the

shareholders was sufficient for approval, -or-

- (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.
- (2) If an amendment was adopted by the incorporators or board of directors without shareholder action.
- (a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

INVESTOR PROTECTION EXCHANGE, INC. (PRESENT NAME OF CORPORATION)

Pursuant to the provisions of section 607.1006,	Florida Statutes, this	is Florida profit corporation	n adopts the following articles
of amendments to its' articles of incorporation:			•

FIRST:

Amendment(s) adopted: Indicate article number(s) being amended, added or deleted.

ARTICLE 1; CHANGE NAME TO: INVESTOR PROTECTION AGENCY, INC. ARTICLE 3: CHANGE REGISTERED AGENT TO: SHERRI E. PAISLEY

ARTICLE 4: THE BOARD OF DIRECTORS SHALL BE AS FOLLOWS: SHERRI E. PAISLEY/PRESIDENT;

JOYCE HAHN/VICE PRESIDENT; MARK ANTON/SECRETARY-TREASURER

SECOND:

if an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions

for implementing the amendment if not contained in the amendment itself, are as follows:

'HIRD:	The date of each amendment's adoption: 08 / 27 / 98			
FOURTH:	Adoption of Amendment(s) (CHECK ONE)			
ō	Adoption of Amendment(s) (CHECK ONE) The amendment(s) was/were approved by the shareholders. The number of votes cast for the samendment(s) was/were sufficient for approval.			
□	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):			
	"The number of votes cast for the amendment(s) was/were sufficient for approval by" (Voting group)			
□	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
Ø	The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.			
Signed this .	8th day of AUGUST, 1998.			
SIGNATURE	: <u> </u>			
	(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the sharefroiders)			

TYPED OR PRINTED NAME: JOYCE HAHN

TITLE: PRESIDENT/INCORPORATOR

(305) 358-2571

Prepared by:

200! Industries, Inc. 54 Northwest 11th St.

Mismi, FL 33136

Σ0°d

H98-16080

FROM : BENCHMARKENTGP

PHONE NO. : 899 1229

Aug. 27 1998 02:39PM P4

H98-16080

*I am familiar with and hereby accept the duties and responsibilities as Registered

Agent for said corporation.

Date

Address: 2950 Washington St. Miami, Fl 33133

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