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TRENAM, KEMKER, SCHARF...

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Account Number : 076424003301
Phone : (813) 223-7474
Fax Number : (813) 229-6553
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BASIC AMENDMENT

LAI WORLDWIDE, INC.

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**ARTICLES OF CORRECTION
OF
ARTICLES OF INCORPORATION
OF
LAI WORLDWIDE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a duly authorized officer of LAI Worldwide, Inc. (the "Company"), by the execution of these Articles of Correction, does hereby certify as follows:

1. The Articles of Incorporation of LAI Worldwide, Inc. were originally filed with the Department of State on December 18, 1998.
2. Article V, Sections 1.(b)(iii)(b)(1), 1.(b)(iii)(c)(1), 1.(b)(iii)(f), and 1.(b)(iii)(g) therein were incorrect, in that they erroneously stated a reference to the date November 16, 1998, which preceded the date of incorporation of the Company, and each such Section is hereby corrected to change the date November 16, 1998 mentioned therein to December 30, 1998.
3. Article VII, Section 2 therein was incorrect, in that it erroneously stated a reference to the 1998 annual meeting of stockholders, which will not occur, and that Section is hereby corrected to change the date "1998" contained therein to "2001."
4. The references in the Articles of Incorporation corrected herein are solely of historical significance in that they relate only to the prior actions of Lamalie Associates, Inc., a Florida corporation and the sole stockholder of the Company, which is to become a wholly-owned subsidiary of the Company at the close of business on December 31, 1998, pursuant to Section 607.11045, Florida Statutes.

IN WITNESS WHEREOF, the undersigned duly authorized officer has executed these Articles of Correction this 28 day of December, 1998.



PHILIP R. ALBRIGHT, Chief Financial Officer and
Secretary

Phillip G. Day, Esq.
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