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## BASIC AMENDMENT

PARSONS DESIGN, INC.

Certificate of Status	1
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Amendment

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**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State

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December 9, 1999

PARSONS DESIGN, INC.  
701 NORTHPOINTE PKWY., STE. 210  
WEST PALM BEACH, FL 33407

SUBJECT: PARSONS DESIGN, INC.  
REF: P99000026447

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 filing cover sheet.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

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

Darlene Connell  
Corporate Specialist

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PARSONS DESIGN, INC.  
f/k/a PBL DESIGN GROUP, INC.

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Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of PARSONS DESIGN, INC. f/k/a PBL DESIGN GROUP, INC., (the "Corporation") are hereby amended as follows:

1. The Amendment to Article VII [sic]- Directors of the Articles of Incorporation of the Corporation filed on October 7, 1999 is hereby rescinded and said Article VII - Directors is renumbered as Article VIII and amended to read as follows:

Article VIII - Directors

The following person(s) hereby subscribe to the number of shares indicated:

Carol Parsons	52 shares
Philip Luchner	24 shares
Stephen L. Boruff	24 shares

Carol Parsons is designated as the sole member of the Board of Directors of the Corporation and shall hold office for a period of one (1) year and shall be elected at the annual shareholders meeting. The number of directors of the Corporation shall be one (1). Carol Parsons is designated as the President, Treasurer and Secretary of the Corporation.

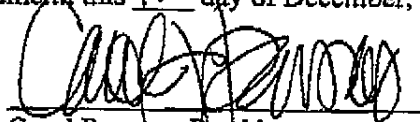
Prepared By:  
MARK L. NOWAK, ESQ.  
FLORIDA BAR NO. 699985  
2600 N. Military Trail  
Fourth Floor  
Boca Raton, FL 33431  
(561) 241-1600

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2. The foregoing amendment was adopted as of October 5, 1999, by Written Consent of Majority Shareholder of the Corporation, the majority vote represented by said Written Consent was sufficient for approval of the resolutions adopted therein, and such resolutions have not been altered or rescinded and remain in full force and effect.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment, this 14<sup>th</sup> day of December, 1999.

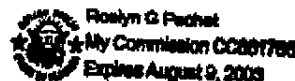
  
Carol Parsons, President

  
Carol Parsons, Secretary

STATE OF FLORIDA           )  
  )  
COUNTY OF PALM BEACH    )

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of December, 1999, by Carol Parsons, as President and Secretary of PARSONS DESIGN, INC. f/k/a PBL DESIGN GROUP, INC., a Florida corporation, on behalf of the Corporation.

  
Notary Public



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