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June 10, 1999

Secretary of State  
State of Florida  
Corporate Division  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
99 JUN 14 PM 5:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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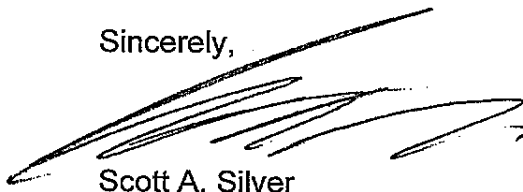
Re: Zenith Equity Advisors, Inc.  
Certification as to Amendment of Articles of Incorporation  
of Zenith Equity Advisors, Inc.

Dear Sir/Madam:

Enclosed is a Certification as to Amendment of Articles of Incorporation for Zenith Equity Advisors, Inc.'s in order to effect a name change, together with a check in the amount of \$35.00 representing your fees.

if you have any questions, please feel free to contact the undersigned.

Sincerely,



Scott A. Silver

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SAS:pg  
encls.

Name Change  
LFS 6-18-99

FILED  
99 JUN 14 PM 5:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATION AS TO AMENDMENT OF ARTICLES OF INCORPORATION  
OF ZENITH EQUITY ADVISORS, INC.**

I. I, Bradley S. Weiss, do hereby certify unto whom it may concern as follows: that ZENITH EQUITY ADVISORS, INC., a Florida corporation is a duly authorized and validly existing corporation, that I am its President and Secretary.

II. That, by consent of all the stockholders and directors of ZENITH EQUITY ADVISORS, INC., a Florida corporation, effective the 20th day of May, 1999 through which consent all of the shareholders and directors were represented and so consented, the following resolutions setting forth the proposed changes in the articles of incorporation of the corporation were unanimously adopted by the stockholders and directors of said corporation:

**WHEREAS**, the stockholders and directors of ZENITH EQUITY ADVISORS, INC. hereby desire and agree to rename the corporation, and

**WHEREAS**, the corporation's stockholders and directors agree to amend the Articles of Incorporation of ZENITH EQUITY ADVISORS, INC., now therefore be it

**RESOLVED** that Article I of the Articles of Incorporation of ZENITH EQUITY ADVISORS, INC. be amended and changed to read as follows:

**ARTICLE I - NAME**

The name of the corporation is:

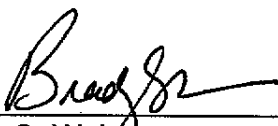
**JMA GROUP, INC.**

**AND BE IT FURTHER RESOLVED**, that the proper officers of this corporation are hereby authorized and instructed to take all actions necessary to effectuate the above resolution.

III. That, the above resolutions are outstanding and have not been amended or rescinded.

In witness whereof, the corporation has caused its corporate seal to be affixed and certification to be signed in its name by its Secretary this 21 day of MAY, 1999.

**ZENITH EQUITY ADVISORS, INC. now  
known as JMA GROUP, INC.**

By:   
Bradley S. Weiss  
President and Secretary