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BASIC AMENDMENT

MADISON & WALL FINANCIAL SERVICES, INC.

| Certificate of Status | 0 | |
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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 26, 1999

MADISON & WALL FINANCIAL SERVICES, INC. 195 WERIVA SPRINGS ROAD SUITE 200 LONGWOOD, FL 32779

SUBJECT: MADISON & WALL FINANCIAL SERVICES, INC. REF: P99000048955

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 an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The name and title of the person signing the document must be noted beneath or opposite the signature.

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) 487-6880.

Karen Gibson Corporate Specialist FAX Aud. #: H99000021396 Letter Number: 399A00042848 H990000213985

AMENDMENT TO ARTICLES OF INCORPORATION

The undersigned incorporator hereby adopts the following amendments to the Articles of Incorporation of MADISON & WALL FINANCIAL SERVICES, INC. originally filed May 28,

1999, depuses and says the following Articles should be amended to read as follows: This amendment was adopted by the incorporator without shareholder action as share-ARTICLE VI. OFFICERS holder action was not required.

The President of the corporation shall be: DODI ZIRKLE, 195 WEKIVA SPRINGS ROAD, SUITE 200, LONGWOOD, FL 32779.

The Secretary of the corporation shall be:
JAMES SCHNORF,
195 WEKIVA SPRINGS ROAD, SUITE 200, LONGWOOD, FL 32779.

The Treasurer of the corporation shall be: JAMES SCHNORF, 195 WERIVA SPRINGS ROAD, SUITE 200, LONGWOOD, FL 32779.

THE AFFIANT SAYS NOTHING FURTHER.

Dated: August 25, 1999

MICHAEL MANION

Incorporator

Michael Manion

(in accordance with F.S. 608.408(3), the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Calun Harding Jr., Bogk & Schulman, BA., FLBar# 0089587 Pa. Box 151358, Altamente Springs, FL 32715-1358 407-834-3311

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SECRETARY OF STATE
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