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March 14, 2000

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*****43.75 *****43.75

Florida Department of State
Florida Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: Essex Associates, Inc.

FILED
00 MAR 20 AM 8:59
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Enclosed please find the ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION TO THE EVEREST ASSOCIATES. Please accept the following amendment to change our corporate name from The Everest Associates to our new name, **THE ESSEX ASSOCIATES, INC.**

Also enclosed is the necessary filing fee of \$43.75. If you have any questions, please call me at 305-441-0882.

Thank you,

Alina Diaz
Essex Associates

NC
3-30-00
PAS

224 Palermo Avenue, Coral Gables, FL 33134
Phone: 305-441-0882, Fax: 305-444-6154

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE EVEREST ASSOCIATES, INC.**

FILED
00 MAR 20 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida profit corporation adopts the following amendment to its Articles of Incorporation.

FIRST: Following is the one(1) amendment to the Articles of Incorporation that were adopted.

Amendment #1

Article I, The name was amended in its entirety to read as follows-

Article I
NAME

The name of the corporation (hereinafter called the "Corporation") is THE ESSEX ASSOCIATES, INC.

SECOND: The date of adoption of the amendment was March 13, 2000.

THIRD: Adoption of Amendment

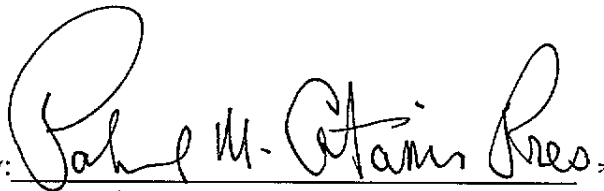
The amendment was approved by the shareholders. The number of votes cast by the members for the amendment was sufficient for approval.

IN WITNESS WHEREOF, I the undersigned affix my hand and seal to these Articles of Amendment to the Articles of Incorporation of THE EVEREST ASSOCIATES, INC. and I certify under penalties of perjury that I have read the foregoing and the facts alleged are true to the best of my knowledge and belief.

THE EVEREST ASSOCIATES, INC.

Dated: March 13, 2000

by:


Patrick Catania, President