

P99000071623

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BASIC AMENDMENT

PHEONIX INVESTMENT MANAGEMENT, INC.

Certificate of Status	0
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*Name Change*

*9504-002*

*11/26/01*

# ATLAS PEARLMAN

P.A.

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Brian A. Pearlman		<small>*not admitted in Florida</small>

November 26, 2001

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Rejected Filing for Pheonix Investment Management, Inc.  
Document # P99000071623

Dear Madam or Sir:

Please note that this Amendment, changing the name of Pheonix Investment Management, Inc. (the "Company") to Excalibur Advisers, Inc., was to be filed immediately following the reinstatement of the Company, which Application was personally delivered to the Division of Corporations on November 20, 2001 and filed on November 21, 2001.

Please file this Amendment with a filing date as of November 21, 2001, the date of initial receipt. If you have questions, please contact me at (954) 766-7829.

Thank you.

Sincerely,



Myra Mahoney  
Corporate Paralegal

7504-00200 339088.1



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 21, 2001

PHEONIX INVESTMENT MANAGEMENT, INC.  
2090 PALM BEACH LAKES BLVD., SUITE 700  
WEST PALM BEACH, FL 33409

SUBJECT: PHEONIX INVESTMENT MANAGEMENT, INC.  
REF: P99000071623

We have received your document for PHEONIX INVESTMENT MANAGEMENT, INC. .  
However, the enclosed document has not been filed and is being returned to  
you for the following reason(s):

The amendment cannot be filed as the reinstatement was returned to RUDEN  
MCCLOSKEY ETAL today.

If you have any questions concerning this matter, please either respond in  
writing or call (850) 245-6901.

Susan Payne  
Senior Section Administrator

Letter Number: 801A00062487

*Please file as of 11/21/01.*

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FILED OF STATE  
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2001 NOV 21 PM 4:55

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
PHEONIX INVESTMENT MANAGEMENT, INC.**

Pursuant to Chapter 607 of the Business Corporation Act of the State of Florida, the undersigned, being the President of Pheonix Investment Management, Inc., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida ("Corporation"), bearing document number P99000071623 does hereby certify:

**FIRST:** That pursuant to Written Consent of the Sole Director and the Sole Shareholder of the Corporation dated November 20, 2001, the Sole Director and Sole Shareholder approved the Amendment to the Corporation's Articles of Incorporation as follows:

Article 1 of the Corporation's Articles of Incorporation shall be deleted in its entirety and replaced with the following:

**ARTICLE 1  
NAME**

The name of the Corporation shall be Excalibur Advisers, Inc.

**SECOND:** The foregoing amendment was adopted by the Sole Director and the Sole Shareholder of the Corporation pursuant to a Written Consent of the Sole Director of the Corporation and by the Sole Shareholder of the Common Stock of the Corporation dated November 20, 2001, acting by Written Consent pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of November 20, 2001.

**PHEONIX INVESTMENT MANAGEMENT, INC.**

  
Michael Burnick, President

KIM L. ROBINS, ESQ., FLA BAR #0520268  
Atlas Pearlman, P.A.  
350 E. Las Olas Boulevard, Ste. 1700  
Fort Lauderdale, Florida 33301 (954) 763-1200

H01000116179 2