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Attorneys at Law
A Professional Association
Established 1959

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January 17, 2000

Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

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-01/20/00--01127--002
*****35.00 *****35.00

Re: Certificate of Amendment (Name Change)-WARRANTY RISK MANAGEMENT, INC.

Dear Gentlemen:

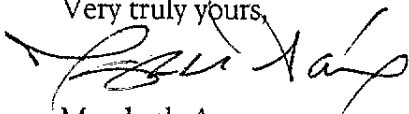
Enclosed are the original and duplicate copy of the Certificate of Amendment of Articles of Incorporation for the above referenced corporation.

The duplicate copy has been subscribed and acknowledged by the subscribers in the same manner as the original. Please endorse your approval of the Certificate of Amendment of Articles of Incorporation on the duplicate copy, certify, and return to this office in the enclosed self-addressed stamped envelope.

A check in the amount of \$35.00 is enclosed payable to the Department of State, to cover the filing fee.

Should you have any questions regarding this matter, please do not hesitate to call me.

Very truly yours,



Marybeth Acuna
Legal Assistant

/ma

Enclosures

NC
1-28-00
BMS

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

00 JAN 20 AM 11:36

FILED

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
WARRANTY RISK MANAGEMENT, INC.

FILED
00 JAN 20 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WARRANTY RISK MANAGEMENT, INC., a Florida corporation, under its corporate seal and the hands of its President, FRANK CABALLERO, and Secretary, NANCY CABALLERO, hereby certify that:

I

The Board of Directors of said corporation at a meeting called and held on the 17th day of January, 2000, adopted the following resolution:

Be it resolved that the Board of Directors of WARRANTY RISK MANAGEMENT, INC., a Florida corporation, that said Board deems it advisable and hereby declares it to be advisable that Article I of the Articles of Incorporation be amended, changed and altered as follows:

The name of the corporation is WARRANTY RISK CONSULTING, INC., a Florida corporation.

Be it further resolved by this Board of Directors that a special meeting of Stockholders of record entitled to vote upon the consideration of the said amendment, be, and the same is hereby called to held at the initial street address of the principal office of the corporation, 16062 S.W. 286th Street, Miami, FL 33033.

The meeting of the stockholders of this corporation called by the Board of Directors as aforesaid was held on the 17th day of January, 2000, and at said special meeting of stockholders, said Amendment of the Articles of Incorporation was duly adopted by the unanimous vote of all of the stockholders.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be filed in its name by its President and its corporate seal hereunto affixed and attested by its Secretary this 17th day of January, 2000.

WARRANTY RISK MANAGEMENT,
INC., a Florida corporation

(Corporate Seal)


By: 
FRANK CABALLERO, President

Attest: 
NANCY CABALLERO, Secretary

I hereby certify that on this 17th day of January, 2000, before me personally appeared FRANK CABALLERO and NANCY CABALLERO, President and Secretary respectively of WARRANTY RISK MANAGEMENT, INC., a Florida corporation, to me known to be the persons who signed the foregoing instrument as such officers and severally acknowledged the execution thereof to be their free act and deed as such officers for the uses and purposes therein mentioned and that they affixed thereto the official seal of said corporation, and that said instrument is the act and deed of said corporation.

Witness my signature and official seal in the County of Miami-Dade, State of Florida.

My commission expires:


NOTARY PUBLIC
STATE OF FLORIDA

