

S31973

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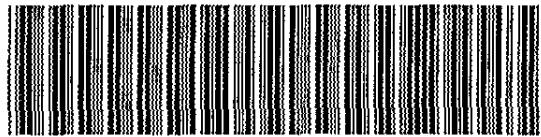
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ALLAHASSEE, FLORIDA

Ps 12/12/02
Amend

LAW OFFICES
COTTRELL, WARCHOL, MERCHANT & ROLLINGS, L.L.P.

A FLORIDA LIMITED LIABILITY PARTNERSHIP
FEIN 59-2851736

MARTHA S. WARCHOL
WILLIAM C. MERCHANT
Certified Circuit Court Mediator
Court Appointed Arbitrator
HARVEY ROLLINGS
Certified Family Law Mediator
Certified Circuit Court Mediator
J. PATRICK BUCKLEY
MICHAEL A. POHL

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E-MAIL: Buckley@Florida-Justice.com

December 4, 2002

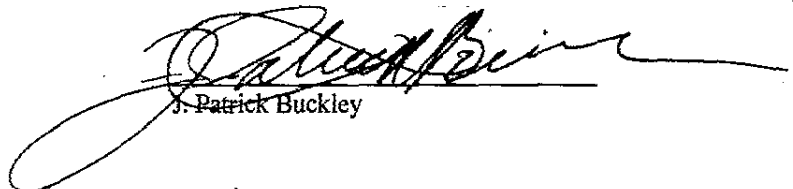
Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Amendment of ADF, Inc.

Dear Secretary:

Enclosed please find the Articles of Amendment to the Articles of Incorporation of ADF, Inc. Check number 4109 in the amount of \$35.00 has been enclosed for the filing fee. Please feel free to contact me if you have any questions.

Sincerely,


J. Patrick Buckley

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ADF, INC.
Document Number S31973**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this profit corporation adopts the following articles of amendment to its articles of incorporation:

First: Amendment Adopted

Article V is hereby amended changing the principal place of business.

FROM: 1337 Cape Coral Parkway, The City of Cape Coral, County of Lee,
State of Florida 33904

TO: 2914 SE 11th Place, The City of Cape Coral, County of Lee, State
of Florida 33904

Second: Amendment Adopted

Article VII is hereby amended changing the Board of Directors.

FROM: Mariellen Macone
1337 Cape Coral Parkway
Cape Coral, Florida 33904

TO: Mariellen McDermott
2914 SE 11th Place
Cape Coral, Florida 33904

Third: Amendment Adopted

Article VIII is hereby amended changing the Officers.

FROM: Mariellen Macone President/Treasurer
1337 Cape Coral Parkway
Cape Coral, Florida 33904

TO: Mariellen McDermott
2914 SE 11th Place
Cape Coral, Florida 33904

President/Secretary/Treasurer

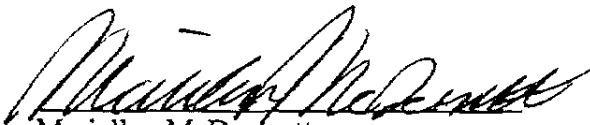
Fourth: The Date of the Amendment's Adoption is

4th day of December, 2002.

Fifth: Approval

The amendments were approved by the Shareholders. The number of votes cast for passage of the amendments were sufficient for approval.

Signed this 4th day of December, 2002.


Mariellen McDermott
President