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LAW OFFICES

KAYE & ROGER, P.A.

6261 NORTHWEST 6TH WAY SUITE 103 FORT LAUDERDALE, FLORIDA 33309

ROBERT L. KAYE RANDALL K. ROGER KENNETH E. ZEILBERGER DEBORAH S. SUGARMAN MICHAEL S. BENDER ELIZABETH R. WELLBORN DARRIN GURSKY

TELEPHONE (954) 928-0680 1-800-974-0680 FAX (954) 772-0319

December 31, 2002

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

Re: Kaye & Roger, P.A.

Dear Sir or Madam

Enclosed is our check in the amount of \$87.50 which shall serve as the filing fee and fee for a certified copy of the enclosed Articles of Amendment to the Articles of Incorporation for the above-referenced corporation.

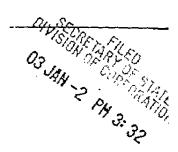
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Thank you for your attention to this matter.

Very truly yours,

ROBERT L. KAYE

RLK/mmh Enclosures



ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF
KAYE + ROGER, PA.
(present name)
Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:
FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)
ARTICLE I - CHANGE NAME FROM
RAYE + ROSER, P.A. TO
ROBERT KAYE LASSOCIATES, P.A.
SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:
THIRD: The date of each amendment's adoption: 12-31-02.
FOURTH: Adoption of Amendment(s) (check one)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each woting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by"
(voting group)
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 31 day of December, 2002.
Signature Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
Robert Kaye
Typed or printed name
tresident
Title _