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James A. Senterfitt, Legal Counsel
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**CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
AKERMAN, SENTERFITT & EIDSON, P.A.**

Pursuant to Sections 607.1001, 607.1003 and 607.1006 of the Florida Business Corporation Act, Akerman, Senterfitt & Eidson, P.A., a Florida professional services corporation (the "Corporation"), hereby amends its Amended and Restated Articles of Incorporation, as set forth below.

1. Article III of the Corporation's Amended and Restated Articles of Incorporation is hereby amended and restated in its entirety as follows:

ARTICLE III

Capital Stock

This Corporation is authorized to issue Twenty Million (20,000,000) shares of Class A common stock ("Class A Stock") and (20,000,000) shares of Class A-1 common stock ("Class A-1 Stock"), each having a par value of one cent (\$.01) per share. Holders of shares of Class A Stock shall be entitled to vote on all matters coming before the Corporation. Holders of shares of Class A-1 Stock shall be entitled to vote *only on those matters on which such holders are permitted to vote* by the Bylaws of the Corporation. Holders of Class A Stock may not be holders of Class A-1 Stock and holders of Class A-1 Stock cannot be holders of Class A Stock. None of the shares of this Corporation may be issued to any person or entity other than an individual duly licensed as an attorney at law under applicable law or except as may be otherwise permitted by law.

2. Article V of the Corporation's Amended and Restated Articles of Incorporation is hereby amended and restated in its entirety as follows:

ARTICLE V

BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of this Corporation shall be vested exclusively in the Shareholders as provided in the Bylaws.

3. The foregoing amendments were duly approved by the board of directors and subsequently adopted by the shareholders of the Corporation on December 16, 2005.

4. The foregoing amendments will be effective upon filing with the Florida Secretary of State. The number of votes cast for the amendment by the shareholders of the Corporation was sufficient for approval.

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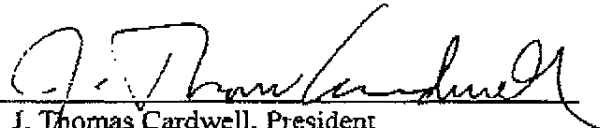
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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Amended and Restated Articles of Incorporation of Akerman, Senterfitt & Eidson, P.A. this 16th day of December, 2005.

AKERMAN, SENTERFITT & EIDSON, P.A.

By:


J. Thomas Cardwell, President

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