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Telephone (800) 342-9856
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V45560

January 28, 1998

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

Re: WISE SECURITIES, INC.

Enclosed herein please find the Articles of Amendment in connection with the above named corporation.. Please file the document and return to me a stamped filed copy of the Articles. Please return proof of filing to this office in the enclosed Federal Express envelope for your convenience.

Enclosed please find my firm's check in the amount of \$35.00 for the states filing fee.

Thank you for giving this matter your attention.

Very truly yours,

Lawrence A. Kirsch
Lawrence A. Kirsch

LAK/ss
Enc.

APPROVED
AND
FILED

98 FEB 17 AM 10:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 3, 1998

GERALD WEINBERG, P.C.
% LAWRENCE KIRSCH
90 STATE STREET
ALBANY, NY 12207

SUBJECT: WISE SECURITIES, INC.
Ref. Number: V45560

RECEIVED
98 FEB 16 AM 8:03
DIVISION OF CORPORATIONS

We have received your document for WISE SECURITIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 198A00005992

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

WISE SECURITIES, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: Article 1 is amended to change the corporate name.

1. The name of this corporation is: "C.B. HILL & ASSOCIATES, INC."

SECOND: The date of adoption of the amendment was: January 23, 1998.

THIRD: Adoption of the Amendment

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Wise Securities, Inc.

Corporation Name

Signature of Chairman, Vice Chairman, President or other officer

Alain Gonzalez

Typed or printed name

Secretary

Title

January 23, 1998

Date _____

98 FEB 17 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
FILED