

V58928

BURGESS, HARRELL, MANCUSO & OLSON, P.A.

Attorneys at Law

James H. Burgess, Jr.*
Donald J. Harrell†
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* Board certified civil trial lawyer
† Also admitted in Pennsylvania
** Board certified real estate lawyer
*** Certified circuit & family court mediator

January 23, 1997

UPS Overnight
Division of Corporations
Department of State
409 E. Gaines St.
Tallahassee, Florida 32399

700002068187--3
-01/24/97--01094--004
*****35.00 *****35.00

RE: Filing of Articles of Amendment
BURGESS, HARRELL, MANCUSO & OLSON, P.A.
Changing Name to BURGESS, HARRELL, MANCUSO, OLSON & COLTON, P.A.

Dear Sir/Madame:

Enclosed please find the original and one copy of the Articles of Amendment, along with the Consent of Shareholders and Directors for the above referenced corporation, and a check in the amount of the following:

Articles Filing Fee \$35.00

Please file the original and return your evidence of filing to me.

Thank you for your promptness. If you should have any questions regarding the enclosures, please contact me.

Yours truly,

Donald J. Harrell

Donald J. Harrell
For the Firm

DJH/sh
cc: Client (w/o encl.)

NC
SH 1/30

FILED
97 JAN 24 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BURGESS, HARRELL, MANCUSO & OLSON, P.A.
ARTICLES OF AMENDMENT

Pursuant to the Professional Service Corporation and Limited Liability Company Act, the above corporation hereby adopts the following articles of amendment to its Articles of Incorporation:

1. Name. The name of the corporation is BURGESS, HARRELL, MANCUSO & OLSON, P.A.

2. Amendment Text. The amendment to the articles of incorporation of the corporation provides as follows:

RESOLVED, that an amendment to the articles of incorporation of the corporation be and hereby is adopted changing the name of the corporation from BURGESS, HARRELL, MANCUSO & OLSON, P.A. to BURGESS, HARRELL, MANCUSO, OLSON & COLTON, P.A.

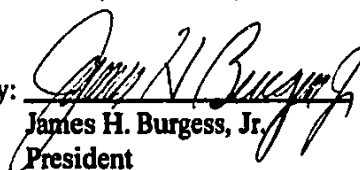
3. Date Adopted. The above amendment was adopted on the date hereof.

4. Method of Adoption. The above amendment was duly adopted by the board of directors and the shareholders. The common stock shareholders is the only voting group of shareholders entitled to vote separately on the amendment, and the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group. Written consent of shareholders to such action has been given in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act.

5. Effective Time and Date. This instrument shall become effective at 12:01 A.M. on the date of the filing hereof by the Department of State.

IN WITNESS WHEREOF, the undersigned executed this instrument this 23rd day of January, 1997

BURGESS, HARRELL, MANCUSO & OLSON, P.A.

By: 

James H. Burgess, Jr.
President

FILED
97 JAN 24 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BURGESS, HARRELL, MANCUSO & OLSON, P.A.
CONSENT OF SHAREHOLDERS AND DIRECTORS
TO
AMENDMENT TO ARTICLES OF INCORPORATION

The above-referenced meeting of directors and shareholders of the above corporation was held by this written consent on January 23, 1997, at the principal office of the corporation, for the purposes herein contained.

1. Procedural Formalities. It was determined that the meeting was properly noticed (or waived), called and convened. It was determined that shareholders of all of the outstanding shares and all directors were present at the meeting, and constituted a quorum for the conduct of business at the meeting.

2. Transaction of Business. On motion duly made, seconded and unanimously carried, the following preambles and/or resolutions were adopted:

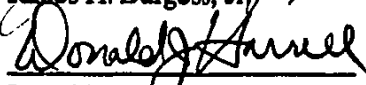
RESOLVED, that an amendment to the articles of incorporation of the corporation be and hereby is adopted changing the name of the corporation from BURGESS, HARRELL, MANCUSO & OLSON, P.A. to BURGESS, HARRELL, MANCUSO, OLSON & COLTON, P.A.

RESOLVED FURTHER, that the officers and directors of the corporation hereby are authorized and directed to execute and file formal articles of amendment and to take any and all necessary action in order to effectuate the foregoing intent.

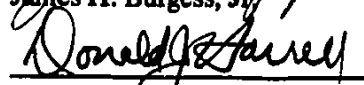
3. Adjournment. On motion duly made, seconded and duly carried, the meeting was adjourned.

IN WITNESS WHEREOF, the undersigned executed this instrument as of the date first above written.

SHAREHOLDERS:


James H. Burgess, Jr.

Donald J. Harrell

DIRECTORS:


James H. Burgess, Jr.

Donald J. Harrell

ADDITIONAL SHAREHOLDERS:

R. Lynette Mancuso
R. Lynette Mancuso

Paul E. Olson
Paul E. Olson

ADDITIONAL DIRECTORS:

R. Lynette Mancuso
R. Lynette Mancuso

Paul E. Olson
Paul E. Olson

The secretary of the corporation hereby certifies the above instrument and files the same with and as the records of the corporation as of the date first above written.

Paul E. Olson
Paul E. Olson
As Secretary