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FLORIDA DIVISION OF CORPORATIONS

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NAME: TRIAD ADVISORS, INC.
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*Amendment
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ARTICLES OF AMENDMENT OF
TRIAD ADVISORS, INC.

Pursuant to the provisions of the laws of the State of Florida as contained in Section 607.1006 of the Florida Business Corporation Act, Triad Advisors, Inc., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

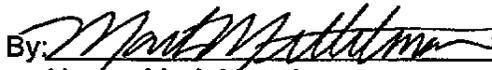
1. Article IV of the Articles of Incorporation is deleted in its entirety and replaced with the following:

"The aggregate number of shares which the Corporation shall have authority to issue is One Hundred Thousand (100,000) shares of the common stock, having a par value of one cent (\$.01), all of one class."

2. This Amendment was made and duly adopted by the Shareholders and Directors of the Corporation as of the 22nd day of April, 1998, in accordance with the provisions of Section 607.1003 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment for Triad Advisors, Inc. as of the 22nd day of April, 1998.

TRIAD ADVISORS, INC.

By: 
Name: Mark Mettelman
Title: President

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