

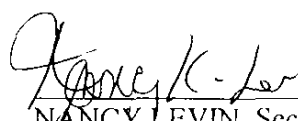
**CERTIFICATE OF
AMENDEMNT TO ARTICLES OF INCORPORATION OF
ADAM LEVIN AND ASSOCIATES, INC.**

Nancy Levin, Secretary of Adam Levin and Associates, Inc., an Ohio corporation (the "Corporation"), does hereby certify that the sole shareholder of the Corporation entitled to vote for a proposal to adopt Amended Articles of Incorporation thereof, did on the 17th day of June, 2002, by his written consent and pursuant to Section 1701.54 of the Ohio General Corporation Law, adopt the following resolution adopting the following amendment to the Articles of Incorporation of Adam Levin and Associates, Inc.:

RESOLVED, that Article FOURTH of the Articles of Incorporation of the Corporation be amended to read as set forth below:

FOURTH: The Corporation shall be authorized to issue ten thousand (10,000) shares of common stock, without par value. Immediately after the close of business on the date this Certificate of Amendment is filed with the Ohio Secretary of State (the "Effective Date"), each of the one hundred (100) issued and outstanding shares of common stock, without par value, of the Corporation shall be changed into fifty-two (52) shares of common stock, without par value. The share certificates representing issued and outstanding shares of the Corporation's common stock, without par value, as of the Effective Date, shall thereafter, without further action being taken, represent the same number of shares as they theretofore represented. The Corporation shall issue and deliver to the shareholder of record as of the Effective Date on additional share certificate representing fifty-one (51) shares of the Corporation's common stock, without par value, for each share of the Corporation's common stock, without par value, held of record by such shareholder immediately prior to the Effective Date.

IN WITNESS WHEREOF, Nancy Levin, Secretary of Adam Levin and Associates, Inc., acting for and on behalf of said Corporation, has hereunto set her hand this 17th day of June, 2002.



NANCY LEVIN, Secretary
Adam Levin and Associates, Inc.



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
07/08/2002	200218602854	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	550.00	.00	.00	.00	5.00

Receipt

This is not a bill. Please do not remit payment.

ADAM LEVIN & ASSOCIATES, INC.
23550 COMMERCE PARK
BEACHWOOD, OH 44122

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

793536

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

ADAM LEVIN AND ASSOCIATES, INC.

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):

200218602854



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 1st day of July, A.D.
2002.

J. Kenneth Blackwell
Ohio Secretary of State