

PD2000117182

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

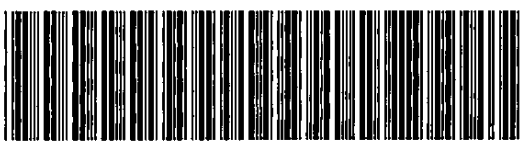
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only  
Amend/CC/CUS  
@ 11.21.06



000081861160

11/17/06--01052--011 \*\*52.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 NOV 17 AM 8:19

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** PAYNE CAPITAL MANAGEMENT, INC.

**DOCUMENT NUMBER:** P02000117182

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JEFF WALKER  
(Name of Contact Person)

\_\_\_\_\_  
(Firm/ Company)

4048 EVANDER DRIVE  
(Address)

ORLANDO, FL 32812  
(City/ State and Zip Code)

For further information concerning this matter, please call:

JEFF WALKER at ( 321 ) 356-1099  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |  |   |
|--|---|--|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|---|--|---|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 NOV 17 AM 8:19

PAYNE CAPITAL MANAGEMENT, INC

(Name of corporation as currently filed with the Florida Dept. of State)

P02000117182

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

No Change

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

- ② The President & CEO will no longer be Bernard L. Koyen. The new President & CEO will be Jeffrey E. Walker. Address: 4048 Evander Drive, Orlando, FL
- ⑤ Connie Koyen will no longer be an "officer" <sup>32801</sup> of the company.
- ③ The Registered Agent will change to Jeffrey E. Walker.
- ④ The new Principal, Mailing, and Registered Agent, address will be 4048 EVANDER DRIVE, ORLANDO, FL 32801  
(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

JEFFREY E. WALKER will now own 100% of Payne Capital Management, INC.

(continued)

The date of each amendment(s) adoption: 11-1-06

Effective date if applicable: 11-1-06  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

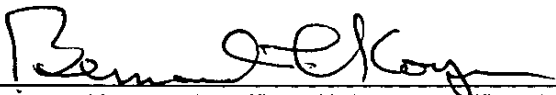
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature   
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Bernard L. Koyen  
(Typed or printed name of person signing)

President & CEO  
(Title of person signing)

**FILING FEE: \$35**