

AMERICAN BUSINESS COALITION

August 12, 1997

P30911

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

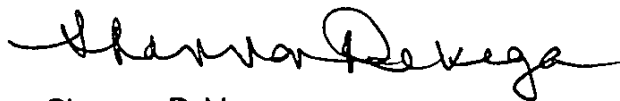
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To Whom It May Concern:

Enclosed are two copies of the ***Application by Foreign Nonprofit Corporation to File Amendment to Application for Conducting Affairs in Florida*** for Combined Benefit Association, Inc., a certified copy from the state of Missouri evidencing the name change, and the filing fee of \$35.00.

Please send confirmation of this filing to my attention at 2121 Precinct Line Rd., Hurst, TX 76054. If you have any questions, or need additional information, you may contact me at (817) 428-4408.

Sincerely,



Shannon DeVega
Administrative Assistant

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

CM
P30911
8.27.97
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**APPLICATION BY FOREIGN NONPROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA
(Pursuant to s. 617.1504, F.S.)**

1. Combined Benefit Association, Inc.
Name of corporation as it appears on the records of the Department of State.

2. Missouri 3. 9/13/90
Incorporated under laws of Date authorized to conduct affairs in Florida

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 18, 1997.

6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.

Date _____

Date _____

Membership association providing services, benefits and information for business owners with less than 50 employees. To offer members significant discounts on business and personal services and provide them with educational and informational resources.

Signature _____
Jeffrey Jensen
Typed or printed name _____

8/12/97
Date

President

Title

APPROVED
AND
FILED

97 MAR 27 PM 6:35

SECRET
TALLAHASSEE, FLORIDA

the change was

date the change

STATE OF MISSOURI



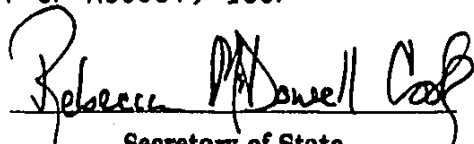
Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF CORPORATE RECORDS

AMERICAN BUSINESS COALITION

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI AND KEEPER OF THE GREAT SEAL THEREOF, DO HEREBY CERTIFY THAT THE ANNEXED PAGES CONTAIN A FULL, TRUE AND COMPLETE COPY OF THE ORIGINAL DOCUMENTS ON FILE AND OF RECORD IN THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 15TH DAY OF AUGUST, 1997.


Secretary of State



STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF AMENDMENT
OF A
MISSOURI NONPROFIT CORPORATION

WHEREAS,

AMERICAN BUSINESS COALITION

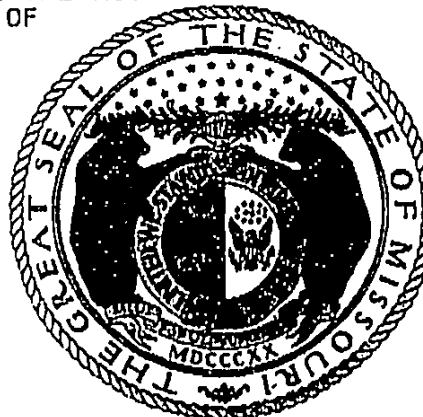
FORMERLY,

COMBINED BENEFIT ASSOCIATION, INC.

A CORPORATION ORGANIZED UNDER THE MISSOURI NONPROFIT CORPORATION LAW HAS DELIVERED TO ME DUPLICATE ORIGINALS OF ARTICLES OF AMENDMENT OF ITS ARTICLES OF INCORPORATION AND HAS IN ALL RESPECTS COMPLIED WITH REQUIREMENTS OF LAW GOVERNING THE AMENDMENT OF ARTICLES OF INCORPORATION UNDER THE MISSOURI NONPROFIT CORPORATION LAW, AND THAT THE ARTICLES OF INCORPORATION OF SAID CORPORATION ARE AMENDED IN ACCORDANCE THEREWITH.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 18TH DAY OF JUNE, 1997.

Rebecca McDowell Cook
Secretary of State



\$10.00



State of Missouri
Rebecca McDowell Cook, Secretary of State
 P. O. Box 778, Jefferson City, MO 65102
 Corporation Division
 FILED AND CERTIFICATE
ISSUED

**Articles of Amendment
 for a Nonprofit Corporation**
 (Submit in duplicate with filing fee of \$10.00)

JUN 18 1997

Rebecca McDowell Cook
 SECRETARY OF STATE

The undersigned corporation, for the purpose amending its articles of incorporation, hereby executes the following articles of amendment:

- (1) The name of corporation is: Combined Benefit Association, Inc.
- (2) The text of the amendment(s) and the date(s) of adoption are as follows:

Article number 1 is amended to read as follows: The name of the corporation is American Business Coalition.

This amendment was adopted on June 17, 1997.

- (3) If approval of members was not required, and the amendment(s) was approved by a sufficient vote of the board of directors or incorporators, check here and skip to number (5): X
- (4) If approval by members was required, check here and provide the following information: _____

A. Number of memberships outstanding: _____

B. Complete either i or ii.

i. Number of votes for and against the amendment(s) by class was:

Class:	Number entitled to vote:	Number voting for:	Number voting against:
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

ii. Number of undisputed votes cast for the amendment(s) was sufficient for approval, and was:

Class:	Number voting undisputed:
_____	_____
_____	_____
_____	_____

The number of votes cast in favor of the amendment(s) by each class was sufficient for approval by that class.

- (5) If approval of the amendment(s) by some person(s) other than the members, the board or the incorporators was required pursuant to section 355.606, check here to indicate that approval was obtained: _____

In affirmation of the facts stated above,

Donat Bass
 (Authorized signature of officer or chairman of the board)

VICE-PRES
 (Title)

6/17/97
 (Date of signature)