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March 11, 2002

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

500005097175--8
-03/12/02--01056--002
*****35.00 *****35.00

Re: Amendment of Articles of Incorporation of Street Graphics, Inc.

Dear Sirs:

Enclosed for filing are the original and a copy of articles of amendment to the articles of incorporation for the corporation referenced above.

Also enclosed is our firm check in the amount of $35.00 for the filing fee.

Please return a copy of the filed articles of amendment to this office.

Very truly yours,

James J. Taylor Jr.

FILED
02 MAR 12 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS 3/15/02
AMEND

<u>**ARTICLES OF AMENDMENT**</u>
<u>**TO THE ARTICLES OF INCORPORATION**</u>
<u>**OF**</u>
<u>**STREET GRAPHICS, INC.**</u>

FILED
02 MAR 12 PM 3: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Street Graphics, Inc. ("the **Corporation**"), by and through its undersigned president and secretary, files these Articles of Amendment pursuant to Florida Statutes Sections 607.1006.

The following amendment was adopted by the shareholder of the Corporation on February 28, 2002. The number of shareholder votes cast for the amendment was sufficient for approval.

The text of the amendment is as follows:

"**RESOLVED**, by the shareholder that the capital structure of the Corporation shall be amended and reorganized by the creation of two classes of authorized shares of common stock, one class to consist of Fifty Thousand (50,000) shares of voting stock and one class to consist of Fifty Thousand (50,000) shares of non-voting stock; and

"**RESOLVED**, by the shareholder that the Corporation's Articles of Incorporation as filed with the Florida Department of State shall be amended as follows for the purpose of effectuating the foregoing resolution, effective as of the date of filing such amendment with the Florida Department of State:

"Article III of the Articles of Incorporation shall be amended and completely restated as follows:

<u>ARTICLE III. Capital Stock.</u>

<u>Section 1.</u> The maximum number of shares this corporation is authorized to issue shall be as follows:

<u>Class A Voting Common Stock:</u> Fifty Thousand (50,000) shares of Class A Voting Common Stock having a par value of One Dollar ($1.00) per share; and

<u>Class B Non-Voting Common Stock:</u> Fifty Thousand (50,000) shares of Class B Non-Voting Common Stock having a par value of One Dollar ($1.00) per share.

All stock shall be fully paid and non-assessable.

<u>Section 2.</u> The Class A Voting Common Stock shall have the sole and exclusive voting rights and privileges, each share of Class A Voting Common Stock being entitled to one

(1) vote. In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary or otherwise, the holders of Class A Voting Common Stock shall be entitled, after payment of the debts of the corporation, to their aliquot share of all remaining assets of the corporation in proportion to the total number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock then issued and outstanding.

Section 3. The Class B Non-Voting Common Stock shall have no voting rights or privileges whatsoever, all such voting rights and privileges being vested solely and exclusively in the Class A Voting Common Stock. In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary or otherwise, the holders of Class B Non-Voting Common Stock shall be entitled, after payment of the debts of the corporation, to their aliquot share of all remaining assets of the corporation in proportion to the total number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock then issued and outstanding.

Section 4. The shareholders, regardless of the class of common stock held, shall have no preemptive rights with respect to the capital stock or securities of the corporation of any class, and the corporation from time to time may issue and sell shares of its capital stock of any class, may issue and grant rights and options to purchase shares of such capital stock and may issue and sell its bonds, notes, debentures and other securities convertible into stock of the corporation without offering such shares, rights or options to purchase shares, bonds, notes, debentures or other securities (whether now or hereafter authorized) to the shareholders then holding shares of any class of its capital stock.

Section 5. The consideration to be paid for each share shall be payable in lawful money of the United States of America, or in property, labor, services or other consideration which, in the judgment of the board of directors of this corporation, shall be of the valuation equivalent to the value of the stock to be issued.

Section 6. After the effective date of this amended Article III, each share of the corporation's issued and outstanding common stock shall be exchanged for one (1) share of Class A Voting Common Stock of the corporation, at the time and in the manner prescribed by the corporation's board of directors.

"**RESOLVED**, by the shareholders that the president and secretary of the Corporation are authorized and directed to file appropriate Articles of Amendment with the Florida Department of State, Division of Corporations, to provide notice of the foregoing amendment."

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment on March 11, 2002.

STREET GRAPHICS, INC.

By ______________________
Edward Parmer
Its President

Attest: Briar A. Parmer
Briar Parmer
Its Secretary

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing Articles of Amendment were acknowledged before me this 11th day of March, 2002, by Edward Parmer, as President of Street Graphics, Inc., and by Briar Parmer, as Secretary of Street Graphics, Inc. They are personally known to me.

____
James J. Taylor Jr.
Notary Public, State of Florida

[Seal] James J. Taylor, Jr.
MY COMMISSION # CC779863 EXPIRES
October 1, 2002
BONDED THRU TROY FAIN INSURANCE, INC.