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DIVISION OF CORPORATIONS

BASIC AMENDMENT

CRISPIN & PORTER ADVERTISING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

Amendment

10-12-00

DC

Audit No. H 00000053765 4

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CRISPIN & PORTER ADVERTISING, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is:

CRISPIN & PORTER ADVERTISING, INC.

2. The Articles of Incorporation are hereby amended by deleting ARTICLE III in its entirety and substituting therefor the following:

"ARTICLE III

The aggregate number of shares which this corporation shall have authority to issue is 10,000 and such shares are to consist of two classes, one class designated as "Common-Voting Stock" and the other class designated "Common-Nonvoting Stock". Of the 10,000 authorized shares, 8,500 shares shall be Common-Voting and 1,500 shares shall be Common-Nonvoting. The par value of each of the shares shall be ten cents (\$.10). The Common-Voting Stock and the Common-Nonvoting Stock shall be identical in all respects except that each voting share of Common-Voting stock shall entitle the holder thereof to one vote on each matter to be voted on at any meeting of stockholders, while no share of Common-Nonvoting Stock shall entitle the holder thereof to a vote.

Any part of the authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the stockholders of this corporation at any regular or special meeting."

3. The foregoing Amendment was approved by the shareholders (who constitute the only group entitled to vote on the amendment) by unanimous resolution as of December 31, 1998.

Audit No. H 00000053765 4

Audit No. H 00000053765 4

IN WITNESS WHEREOF, the corporation has executed these Articles of Amendment by its officer thereunto duly authorized this 12 day of October, 2000.

CRISPIN & PORTER ADVERTISING, INC.

By: 

Charles K. Porter, Chairman

Brad K. Saunders, Esq.
Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A.
100 S.E. 2nd Street, 17th Floor
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