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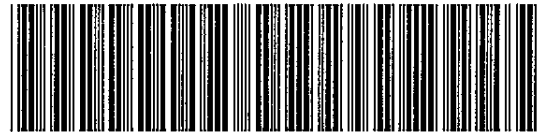
(Business Entity Name)

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Watkins Ludlam Winter & Stennis, P.A.

ATTORNEYS AT LAW

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MEMBER: MERITAS LAW FIRMS WORLDWIDE

December 21, 2005

Gulfport, Mississippi
Jackson, Mississippi
New Orleans, Louisiana
Olive Branch, Mississippi

Cody W. Waters
Shareholder
Resident in Gulfport
Direct Dial (228) 822-8507
Main (228) 864-3094
cwaters@watkinsludlam.com

Via Federal Express

Department of State
Division of Corporations
Corporate Filings
409 E. Gaines Street
Tallahassee, FL 32399

Re: Amendment of Hit Promotional Products, Inc.
Client-Matter No. 15332.23493

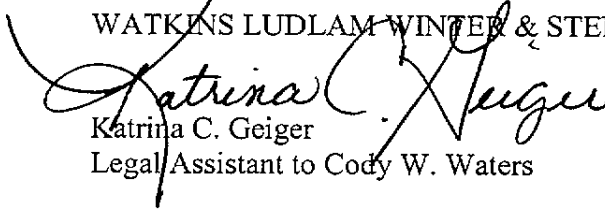
Dear Sir/Madam:

Enclosed please find an original and one copy of Amendment to Articles of Incorporation of Hit Promotional Products, Inc., along with a check in the amount of \$35.00 for the filing fees.

Please call me if you have any questions regarding this matter

Sincerely,

WATKINS LUDLAM WINTER & STENNIS, P.A.


Katrina C. Geiger
Legal Assistant to Cody W. Waters

Enclosures

AMENDMENT TO ARTICLES OF INCORPORATION
OF
HIT PROMOTIONAL PRODUCTS, INC.

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WHEREAS, the Articles of Incorporation of **HIT PROMOTIONAL PRODUCTS, INC.** were filed with and approved by the Secretary of State of the State of Florida on the 19th day of June 1981; and

WHEREAS, it is the intention of the directors and the stockholders of **HIT PROMOTIONAL PRODUCTS, INC.** that the Articles of Incorporation of **HIT PROMOTIONAL PRODUCTS, INC.** be amended, in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment to the Articles of Incorporation of **HIT PROMOTIONAL PRODUCTS, INC.** hereinafter set forth was approved and adopted by all of the directors and by all of the stockholders, comprising the only voting group of stockholders, of **HIT PROMOTIONAL PRODUCTS, INC.**, pursuant to the provisions of Florida Statutes, Section 607.1003(5), on the 19th day of December, 2005; and

WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of **HIT PROMOTIONAL PRODUCTS, INC.** are hereby amended by deleting in its entirety the present Article Fifth, and by substituting therefor the following, to-wit:

FIFTH:

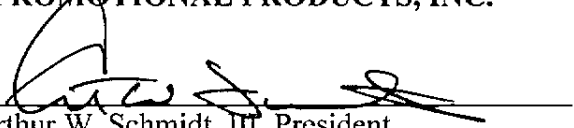
(a) The total number of shares of capital stock authorized to be issued by the corporation (the "Shares") shall consist of one class only and shall be comprised of 100,000 shares of common capital stock having a par value of \$.01 per share of which (i) 1,000 shares shall be designated voting shares (the "Voting Shares"), entitling the holders thereof to one (1) vote with respect to all matters to be properly voted on by the

stockholders of the corporation, and (ii) 99,000 shares shall be designated non-voting shares (the "Non-Voting Shares"), entitling the holders thereof to no voting rights. Each Voting Share and each Non-Voting Share shall participate equally in all dividends paid by the corporation and in the assets of the corporation upon its liquidation or dissolution. All or any part of the Shares may be paid for in cash, in property, or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election."

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of **HIT PROMOTIONAL PRODUCTS, INC.** by its President this 19th day of December, 2005.

HIT PROMOTIONAL PRODUCTS, INC.

By: 
Arthur W. Schmidt, III, President