

F00000001208

WARD AND SMITH, P.A.
ATTORNEYS AT LAW

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October 20, 2000

Corporate Documents
Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

FILED
00 NOV -6 PM 4:33
TALLAHASSEE, FLORIDA

RE: Sidus Financial Corporation
Our File 00436-0001-001

300003453583--8
-11/06/00-01111-013
*****43.75 *****43.75

Dear Sir or Madam:

Enclosed are the following:

1. Application by foreign corporation to file amendment to application for authorization to transact business in Florida;
2. Certificate of Existence for Sidus Financial Corporation in the state of North Carolina; and,
3. A check payable to Florida Department of State in the amount of \$43.75 as a filing fee.

Please return the filed copy to our attention at the address given below. If you should have any questions, please do not hesitate to give us a call.

Yours very truly,

F. Christine Rouse
F. Christine Rouse
Legal Assistant

NC
12-19-00
FMS

FCR:dek
GVLMAIN\243396.1
Enclosure

120 WEST FIRE TOWER ROAD WINTERVILLE, NC 28590
MAILING ADDRESS: PO BOX 8088 GREENVILLE, NC 27835-8088

GREENVILLE
(252) 215-4000

NEW BERN
(252) 672-5400

RALEIGH
(919) 836-4260

WILMINGTON
(910) 794-4800



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 16, 2000

WARD AND SMITH, P.A.
ATTN: F. CHRISTINE ROUSE
P.O. BOX 8088
GREENVILLE, NC 27835-8088

SUBJECT: FIRSTCO INC.
Ref. Number: F00000001208

We have received your document for FIRSTCO INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 700A00059135

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

SECTION I (1-3 must be completed)

1. FirstCo Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: North Carolina
3. Date authorized to do business in Florida: February 29, 2000

FILED
00 NOV -6 PM 4:33
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

SECTION II (4-7 complete only the applicable changes)

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

September 20, 2000

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Sidus Financial Corporation

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

J. Spencer Cosby Jr
CHAIRMAN and CEO

10-10-00

Signature
Name and Title

Date



NORTH CAROLINA

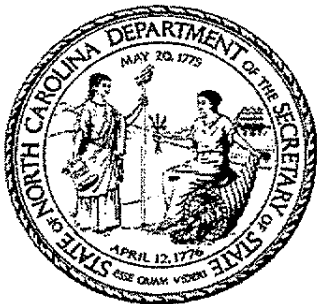
Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT
OF
SIDUS FINANCIAL CORPORATION

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 7th day of December, 2000.

Elaine F. Marshall
Secretary of State

20 263 9005

SOSID: 0499316
Date Filed: 9/19/2000 12:05 PM
Elaine F. Marshall
North Carolina Secretary of State

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
FIRSTCO INC.

The undersigned corporation hereby submits these Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the corporation is FirstCo Inc.
2. The text of the amendment to the Articles of Incorporation adopted on September 15, 2000 and approved by shareholders of the corporation, as required by Chapter 55 of the North Carolina General Statutes, is as follows:

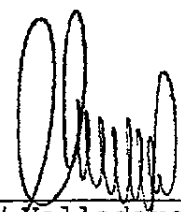
1. The Articles of Incorporation of the corporation hereby are amended by deleting Paragraph 1 thereof and inserting in lieu thereof the following new Paragraph 1:

- "1. The name of the corporation is Sidus Financial Corporation."

3. These Articles of Amendment shall be effective as of 12:01 A.M. on the 20th day of September, 2000.

This the 7 day of September, 2000.

FIRSTCO INC.

By: 
Steven R. Valladares, President

Prepared by and return to:

Amy Alston Wells
For the firm of
Ward and Smith, P.A.
120 West Fire Tower Road
Post Office Box 8088
Greenville, North Carolina 27835-8088
Telephone: (252) 355-3030
Facsimile: (252) 756-3689
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NORTH CAROLINA

Department of The Secretary of State

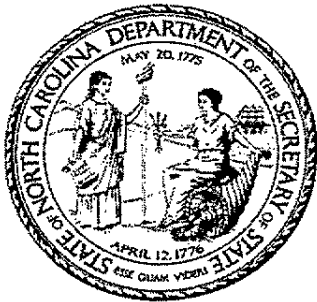
CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

SIDUS FINANCIAL CORPORATION

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 9th day of July, 1999, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 31st day of October, 2000.

Elaine F. Marshall

Secretary of State