

M 67116

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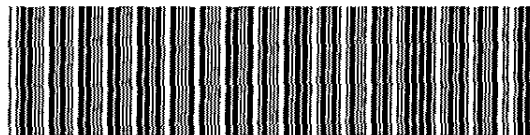
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TALLAHASSEE, FLORIDA

06/29/05--01056--013 **52.50

J. Ambler

R. ROSSER COLE

A LAW CORPORATION

TELEPHONE
(818) 500-9418

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200 NORTH MARYLAND AVENUE, SUITE 302
GLENDALE, CALIFORNIA 91206
E-MAIL: rosser@earthlink.net

ANN P. CHRISTENSEN
PARALEGAL

LIUSKA RINCON
PARALEGAL

June 27, 2005

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Via FedEx

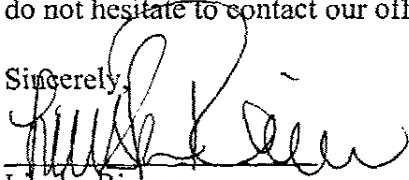
RE: The David Singer Prescott Group Inc.

Dear Secretary of State,

Enclosed please find an original and a copy of the Articles of Amendment to the Plan of Merger, and a check for \$52.50. Please file the original and return two conformed copies to our office in the FedEx envelope provided.

Thank you very much for your attention to this matter. If you have any questions, please do not hesitate to contact our office.

Sincerely,



Liuska Rincon
Corporate Paralegal
For R. Rosser Cole, Esq.

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The David Singer Prescott Group Inc.

DOCUMENT NUMBER: M67116

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Liuska Rincon
(Name of Contact Person)

R. Rosser Cole, A Law Corp.
(Firm/ Company)

200 N. Maryland Ave., #302
(Address)

Glendale, CA 91206
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Liuska Rincon at (818) 500-9418
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

ARTICLES OF AMENDMENT
TO THE
PLAN OF MERGER
OF
THE DAVID SINGER PRESCOTT GROUP, INC.
M67116

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following to its Plan of Merger:

AMENDMENT ADOPTED (OTHER THAN NAME CHANGE). Indicate Article Number (s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article 3. Effective Date

Section 3.01. This merger shall become effective upon the filing of the Articles of Merger with the Secretary of State of the State of Florida. (the "Effective Date").

The date of each amendment (s) adoption: June 20, 2005

Adoption of Amendment (s):

The amendment was approved by the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Signed this 20th day of June, 2005.

Signature


Lori Prescott, President