

P0000037529

Arthur B. D'Almeida, P.A.

Attorney at Law

105 East Palmetto Park Road
Boca Raton, Florida 33432

Telephone (561) 368-4674
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May 15, 2000

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

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-05/18/00--01124--008
*****35.00 *****35.00

Re: Articles of Amendment – Agents Resource Group, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of Articles of Amendment to Articles of Incorporation of Agents Resource Group, together with a check in the amount of \$35.00 as filing fee. Please file the Articles of Amendment and return a date-stamped copy to me.

I thank you for your prompt attention to this request.

Very truly yours,

Arthur B. D'Almeida

DUE TO HIS REQUIRED ABSENCE,
MR. D'ALMEIDA ASKED THAT THIS
CORRESPONDENCE BE TRANSMITTED
TO YOU, WITHOUT HIS REVIEW,
SO THAT YOU WILL HAVE IT AS
QUICKLY AS POSSIBLE.

sm
Enclosures

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 SEP - 1 AM 11:17

Amend

V. SHEPARD SEP 6 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 2, 2000

ARTHUR B. D'ALMEIDA, P.A.
105 E. PALMETTO PARK RD.
BOCA RATON, FL 33432

SUBJECT: AGENTS RESOURCE GROUP, INC.
Ref. Number: P00000037529

We have received your document for AGENTS RESOURCE GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If shareholder approval was not required, a statement to that effect must be contained in the document.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 700A00031142

Rec'd 9/1

Arthur B. D'Almeida, P.A.
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Telephone (561) 368-4674
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August 30, 2000

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

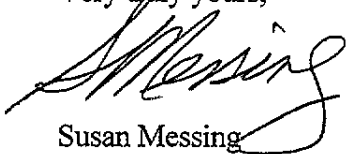
Attn: Velma Shepard
Corporate Specialist

Re: Agents Resource Group, Inc.

Dear Velma:

Pursuant to our telephone conversation this date, enclosed please find the original and one copy of Articles of Amendment for the above corporation together with a copy of your June 2, 2000 correspondence. If the Articles of Amendment meet with your approval, please file same and forward a date-stamped copy to me.

Very truly yours,



Susan Messing
Assistant to
Arthur B. D'Almeida

me
Enclosures

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AGENTS RESOURCE GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP -1 AM 11:17

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

FIRST: Amendments adopted:

ARTICLE V

Article V is amended as follows:

The street address of the corporate office is: 101 North Riverside Drive, Suite 114 East, Pompano Beach, Florida 33062. The principal office address shall be the same. The name of the registered agent of the corporation is TODD B. BROWN and the registered agent's address is 101 North Riverside Drive, Suite 114 East, Pompano Beach, Florida 33062.

ARTICLE VII

Article VII is amended as follows:

The names and addresses of the persons who shall serve as Directors until the first meeting of Shareholders, or until their successors have been elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
TODD B. BROWN	101 North Riverside Drive Suite 114 East Pompano Beach, FL 33062

ARTICLE VIII


Article VIII is amended as follows:

The name and address of the initial incorporator is TODD B. BROWN, and the principal place of business shall be 101 North Riverside Drive, Suite 114 East, Pompano Beach, Florida 33062.

SECOND: The foregoing amendments were adopted by the Incorporator on the 30th day of August, 2000.

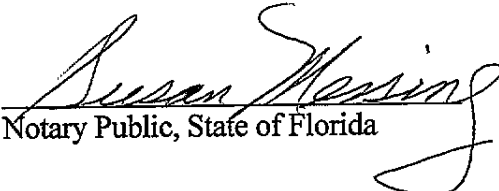
THIRD: The amendments were adopted by the Incorporator without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned, for the purpose of filing Articles of Amendment to Articles of Incorporation, does make and file these Articles of Amendment to Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true hereunto sets his hand and seal the 30th day of August, 2000.


TODD B. BROWN
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on the 30th day of August, 2000 before me a Notary Public, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared TODD B. BROWN, Incorporator of AGENTS RESOURCE GROUP, INC., known to me personally to be such, and I have first made known to him the contents of the Articles of Amendment to Articles of Incorporation of AGENTS RESOURCE GROUP, INC., he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed and deposed that the facts therein stated were truly set forth.


Notary Public, State of Florida

My Commission Expires:

