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Account Number : 075500004387  
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**BASIC AMENDMENT**

**WHITFIELD ACQUISITIONS, INC.**

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DIVISION OF CORPORATIONS

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Page Count	04
Estimated Charge	\$43.75

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**ARTICLES OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF  
WHITFIELD ACQUISITIONS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Statutes, WHITFIELD ACQUISITIONS, INC., a corporation organized and existing under and by virtue of the laws of the State of Florida (the "Corporation"), does hereby certify:

**Name.** The name of the Corporation is Whitfield Acquisitions, Inc.

**Amendments Adopted.** The amendment adopted provides for the Corporation to change its name from Whitfield Acquisitions, Inc. to Sabre Marketing Group, Inc.

**Text of Amendments.** Article I is hereby amended by deleting such Article I and substituting the following new Article I which reads as follows:

**ARTICLE I**

The name of the Corporation is Sabre Marketing Group, Inc.

**Adoption of Amendments.** The foregoing amendment was approved by unanimous written consent of the Board of Directors and shareholders of the Corporation pursuant to Sections 607.0704 and 607.0821, Florida Statutes, on July 1, 2003.

**Effective Date.** The effective date of the amendment herein certified shall be the date of filing these Articles of Amendment of Articles of Incorporation with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment of Articles of Incorporation as of the 1<sup>st</sup> day of July, 2003.



Richard J. Diamond  
President

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