

P 00000064044
SEMINOLE TRIBE OF FLORIDA

ROBERT SAUNOOKE
Chairman's Legal Counsel

6300 STIRLING ROAD
HOLLYWOOD, FLORIDA 33024
PHONE (954) 966-6300 x1484
FAX (954) 967-3486
E-MAIL:
rsaunook@semtribe.com
WEBSITE:
<http://www.seminoletribe.com>



Tribal Officers:

JAMES E. BILLIE
Chairman

MITCHELL CYPRESS
Vice Chairman

PRISCILLA D. SAYEN
Secretary-Treasurer

January 26, 2001

Anna Chestnut
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Amended Articles of Incorporation and Change of Registered Agent *600003536466*
Unisource Holding Company

*01/12/01 01/07 013
43.75*

Dear Ms. Chestnut:

Thank you for your assistance. Enclosed are the proposed amendments and registered agent for the above corporation. I believe these are in compliance with the State forms and should amend the Articles as well as the registered agent.

If you have any further questions, please do not hesitate to contact me.

Very truly yours,


Robert O. Saunooke

600003536466-4
-01/12/01-01/07-013
****192.50 *****43.75

FILED
01 JAN 31 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
ac
Amend

AMENDED ARTICLES OF INCORPORATION
OF
UNISOURCE HOLDING COMPANY

Pursuant to Section 607.1007 of the Florida Statutes, and in accordance with the by-laws of the company and appropriate resolution of the Board of Directors, the Board does hereby adopt the following amendments to its Articles of Incorporation:

FIRST: Amendments adopted are in bold:

ARTICLE 1.
NAME

The name of the Corporation is:

Unisource Holding Company

ARTICLE 2
PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business for which corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE 3
CAPITAL STOCK

The Corporation is authorized to issue two classes of shares as follows:

One share of Class A stock having .001 par value.

Unlimited shares of Class B stock having .001 par value and no right to vote but with each share of Class B stock entitling the holder to distributions calculated in the manner determined by the Board of Directors.

Class A stock shall have all voting rights of the corporation and shall not be entitled to any dividend distribution.

Class B stock shall have no voting rights but shall be entitled to participate in any distribution in an undivided equal share as set forth in the Amended Constitution and Bylaws of the Seminole Tribe of Florida.

FILED
01 JAN 31 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 4
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION

The Principal office and mailing address of this Corporation is:

6300 Stirling Road
Hollywood, FL 33024

ARTICLE 5
REGISTERED OFFICE AND AGENT

The registered agent and the street address of the registered agents office of this Corporation in the State of Florida is:

Tim Cox

6300 Stirling Road
Hollywood, FL 33024

SECOND: The adopted amendments calls for a reclassification of the shares of the corporation, however, no shares have been issued by the corporation as of the date of this amendment, as such no provisions for recalling or reissuing shares are necessary.

THIRD: The date of each of the above amendments adoption is January 1, 2001.

FOURTH: The amendments were adopted by the Board of Directors without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors has executed these Amendments to the Articles of Incorporation this 27 day of Dec. 2000.


Chairman Ralph Madio

STATEMENT OF CHANGE OF REGISTERED OFFICER OR REGISTERED
AGENT OR BOTH FOR
UNISOURCE HOLDING COMPANY

Pursuant to the provisions of sections 607.0502 and 617.1508 of the Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Unisource Holding Company
2. The mailing address of the corporation: 6300 Stirling Road
Hollywood, FL 33024
3. Date of incorporation: June 29, 2000 Document No.: P00000064044
4. The name and address of the current registered agent and office:

Ralph R. Madio
3829 Hollywood Boulevard, Suite C
Hollywood, FL 33021
5. The name and address of the new registered agent and/or registered office:

Tim Cox
6300 Stirling Road
Hollywood, FL 33024

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


Chairman Ralph Madio

1-24-01
Date

THE UNDERSIGNED, named as the registered agent in Article 5 of these Amendments to the Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he/she is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.


Tim Cox

1-23-01
Date