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SAC FINANCIAL, INC.

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*****43.75 *****43.75

CONTACT

ANDREW SIEGERMAN
1440 CORAL RIDGE DR
#117

CORAL SPRINGS, FL 3307

(954) 796-1333
OR
4050

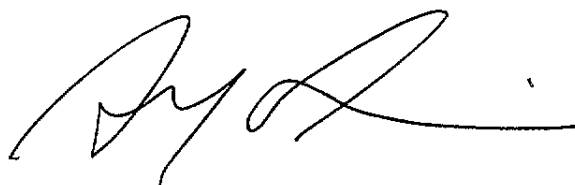
\$43.75

FILED
01 JUL 11 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT AOI
CERTIFIED

35 -
875

4375



Amend

T. LEWIS JUL 12 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 28, 2001

ANDREW SIEGERMAN
1440 CORAL RIDGE DR., STE 117
CORAL SPRINGS, FL 33071

SUBJECT: SAC FINANCIAL, INC.
Ref. Number: P00000079955

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

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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) 487-6050.

Anna Chesnut
Corporate Specialist

Letter Number: 301A00039106

If you have any questions, I can be reached
at (954) 704-5260.

except Friday, 7-13-01, I can be reached at
(954) ~~704~~ 647-1332.

THANK YOU

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

SAC FINANCIAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

Add: The Registered Agent and registered office, effective June 16, 2001 shall be, Andrew Siegerman, 1440 Coral Ridge Drive, Coral Springs, Florida 33071.

ARTICLE VII - INITIAL DIRECTORS

Add: Effective June 16, 2001, the new Director shall be, Andrew Siegerman, President and CEO, 1440 Coral Ridge Drive, Coral Springs, Florida 33071.

ARTICLE VIII - CORPORATE ADDRESS

Delete: The corporate address of the corporation shall be 1590 Springside Drive, Weston, Florida 33326.

Add: The corporate address of the corporation shall be, 1440 Coral Ridge Drive, # 117, Coral Springs, Florida 33071.

ARTICLE IX - INCORPORATOR

Add: The name and street address of the person signing these amended Articles of Incorporation is: Andrew Siegerman, President and CEO, 1440 Coral Ridge Drive, Coral Springs, Florida 33071.

ARTICLE XIII - RESTRICTIONS ON TRANSFER OF STOCK

Add: Linda Jane Glovsky has transferred her entire interest (100 shares) in the corporation to Andrew Siegerman.

ARTICLE XVII - MANAGEMENT OF CORPORATION

Delete: All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction of the Executive Committee of this corporation rather than by the Board of Directors and/or shareholder(s). The Executive Committee consists of one (1) member, Andrew Siegerman, 1590 Springside Drive, Weston, Florida 33326.

All amendments were adopted on June 16, 2001 and are effective immediately.

The amendments were approved by a unanimous vote of the Executive Committee, shareholder action was not required as provided for under article XVII, (Management of Corporation) of the articles of incorporation.

IN WITNESS WHEREOF, the undersigned, as Executive Committee Chairman, have executed the foregoing amendment to the Articles of Incorporation this 16th day of June 2001



Andrew Siegerman
Chairman of the Executive Committee

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
AS AMENDED**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the corporation is **SAC FINANCIAL, INC.**

The name and address of the registered agent and office is:

Andrew Siegerman
1440 Coral Ridge Drive
Coral Springs, Florida 33071

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____



Andrew Siegerman

DATE: 16 June 2001