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MARY LYNN DESJARLAIS, P.A.
ATTORNEY AND COUNSELOR AT LAW

MARY LYNN DESJARLAIS +

CERTIFIED CIRCUIT COURT MEDIATOR+

PINE PARK CENTRE
7029A SOUTH TAMiami TRAIL
SARASOTA, FLORIDA 34231
941/923-3388
941/923-3505 FAX

November 13, 2000

Division of Corporations
P.O. Box 5588
Tallahassee, FL 32314

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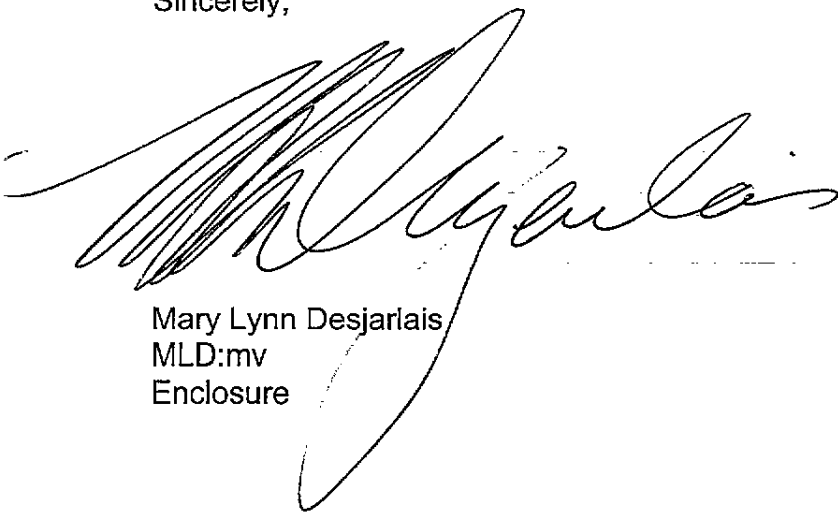
RE: The Sign Company of America, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Amendment to Articles of Incorporation for the Sign Company of America, Inc. and a check in the amount of \$35.00. Please file and return a conformed copy to our office.

Thank you for your assistance in this regard.

Sincerely,



Mary Lynn Desjarlais
MLD:mv
Enclosure

FILED
00 NOV 16 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

S. PAYNE NOV 20 2000

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
THE SIGN COMPANY OF AMERICA, INC.

FILED
00 NOV 16 PM 2: 28
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:

FIRST: Amendments adopted:

ARTICLE VI. - DIRECTORS: The address of the Directors shall be amended to 2300 Bee Ridge Road, Suite 301, Sarasota, FL 34239.


ARTICLE VII. - INCORPORATOR, REGISTERED OFFICE, REGISTERED AGENT AND ACCEPTANCE: The address of the Registered Agent and Incorporator shall be amended to 2300 Bee Ridge Road, Suite 301, Sarasota, FL 34239.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issues shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: **(NONE.)**

THIRD: The date of each amendment's adoption: November 14, 2000.

FOURTH: Adoption of Amendment. The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 13th Day of November, 2000.


Warren D. Hickernell, Jr., President