

Division of Corporations

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## Florida Department of State

Division of Corporations

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## BASIC AMENDMENT

THE SECOND FLAG GROUP, INC.

Certificate of Status	0
Certified Copy	1
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AMEND  
KRB  
-13-01

FAX AUDIT NO. H01000000161

**ARTICLES OF AMENDMENT  
OF  
THE SECOND FLAG GROUP, INC.**

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1. The name of the Corporation is THE SECOND FLAG GROUP, INC. (the "Corporation").

2. The first paragraph of Article III of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

**ARTICLE III**

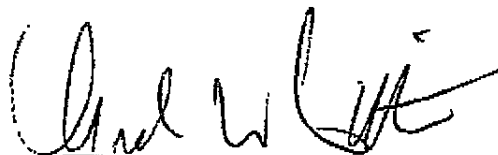
**CAPITAL STOCK**

The Corporation is authorized to issue 50,000,000 shares of \$.001 par value Common Stock and 10,000,000 shares of \$.001 par value Preferred Stock.

All remaining paragraphs remain the same

3. The foregoing amendment was adopted by the Incorporator of the Corporation as of the date hereof, before the issuance of any shares. Therefore, no shareholder action was required.

IN WITNESS WHEREOF, the undersigned Incorporator of the Corporation has executed these Articles of Amendment this 2nd day of January, 2001.



Gerald W. Gritter, Incorporator

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