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November 2, 2001

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Martial Systems, Inc.

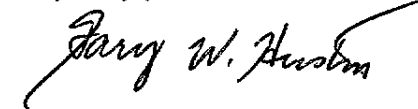
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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Please file the enclosed Articles of Amendment to Articles of Incorporation of Martial Systems, Inc. I have enclosed our firm check in the sum of \$35.00 for the filing fee.

Please call if you have any questions. Thank you for your assistance in this matter.

Very truly yours,



Gary W. Huston

GWH/pop  
Enclosures

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FILED  
01 NOV -5 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
MARTIAL SYSTEMS, INC.**

FILED  
01 NOV -5 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST:** Pursuant to the provisions of section 607.1006, Florida Statutes (2000), the Articles of Incorporation of MARTIAL SYSTEMS, INC., a Florida corporation, Florida Document Number P01000030487, are hereby amended to change Article I to read as follows:

**ARTICLE I**

The name of this corporation from and after October 23, 2001 shall be THE BUYING CLUB, INC. The mailing address and the street address of the initial principal office of this corporation is 6702-C Plantation Road, Pensacola, FL 32504.

**SECOND:** The date of adoption of the foregoing amendment is October 23, 2001.

**THIRD:** The foregoing amendment was approved by a resolution adopted at a special meeting of the stockholders and Board of Directors of the corporation on October 23, 2001. The number of votes cast for the amendment by the shareholders was sufficient for approval, in that the shares of all of the common stock of the corporation, representing the only voting group required to vote on the foregoing amendment, voted unanimously for approval of the foregoing amendment.

**IN WITNESS WHEREOF,** the undersigned has executed these Articles of Amendment on October 23, 2001.

**THE BUYING CLUB, INC.,** a Florida corporation  
formerly known as Martial Systems, Inc.

By: \_\_\_\_\_

Craig G. Kollars, as its President