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DIVISION OF CORPORATION

Amendment
82/20/06
DC

BUBLEY & BUBLEY, P.A.

ATTORNEYS AT LAW

Daniel B. Bubley*
Martin A. Bubley*

*Also admitted to practice in Illinois

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February 10, 2006

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: FOXY PUBLICATIONS, INC.

ARTICLES OF AMENDMENT

Document Number: P03000018621

This letter will indicate our intent to file the Articles of Amendment to Articles of Incorporation of FOXY PUBLICATIONS, INC.. In this regard, please find enclosed the following:

- 1. The original and one copy of the Articles of Amendment to Articles of Incorporation of FOXY PUBLICATIONS, INC.
- 2. A check made payable to the Department of State in the amount of \$43.75 according to the applicable fee schedule.
 - a. \$35.00 for filing fee
 - b. \$8.75 for certified copy fee

The address where filing acknowledgment, certified copies and related documents should be sent is:

Martin A. Bubley Bubley & Bubley, P.A. 3820 Northdale Blvd. Suite 312 Tampa, Florida 33624

Thank you in advance for your anticipated cooperation.

Very truly yours,

BUBLEY & BUBLEY, P.A.

MARTIN A. BUBLEY /

MAB/rh Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF FOXY PUBLICATIONS, INC.



P03000018621

(Document Number of Corporation)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment to its Articles of Incorporation:

FIRST:

The following Amendment was adopted such that Article IV of the Articles of Incorporation as filed on February 17, 2003 shall be amended to read as follows:

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be Ten Thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, or in other property (tangible or intangible), at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

SECOND: The date of adoption of this amendment was: February 1, 2006.

THIRD: All other paragraphs and articles of the Articles of Incorporation as filed on February 17, 2003 shall remain unchanged, and the corporation shall be governed under the laws contained in the Florida Business Corporation Act, Chapter 607, Florida Statutes.

FOURTH: Adoption of Amendment: The amendment was adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this _____day of FEBRUARY, 2006.

GRETCHEN BALSLEY

DIRECTOR AND PRESIDENT

LORMAINE DROUGHTON

DIRECTOR AND VICE PRESIDENT
Title

TILL