## P03000041842

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03 MAY 14 AM 4: 00 LEGIETARY OF STATE ALLARASSEE, FLORIDA Sir or Madam,

Enclosed are my amendments for the Articles of Incorporation of Campion Financial Services, Inc.

If you have any questions concerning these amendments, pleas call my cell phone # at 813-810-3055.

Thank you,

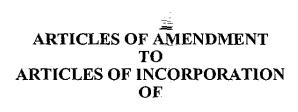
Frank J. Campion

President,

Campion Financial Services, Inc.

Frank Campion
Campion Financial Services

117 W. Haya St. Tampa, FL 33603 O3 MAY IL AM 4: 00





Campio	on Financial Services, Inc.
···	(present name)
	P03000047842
	(Document Number of Corporation (If known)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

(AMENDMENT 1: INSERT NEW ARTICLE III)

ARTICLE III

Term of Existence

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

(AMENDMENT 2: INSERT NEW ARTICLE IV)

ARTICLE IV

Powers

The corporation shall have the power:

- (a) To have perpetual succession by its corporate name;
- (b) To sue and be sued, complain, and defend in its corporate name;
- (c) To have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing, or affixing it or in any other manner reproducing it;
- (d) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;

(PLEASE USED ATTATCHED SHEET FOR ADDITIONAL AMMENDMENTS)

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: APRIL 30, 2003
FOURTI	I: Adoption of Amendment(s) (CHECK ONE)
כ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
Ę	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by(voting group)"
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	Signed this
	(Tide)

## (ARTICLE IV AMENDMENT 2 CONTINUTED)

- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;
- (f) To lend money to, and use its credit to assist, its officers and employees to the full extent permitted by law;
- g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of which is owned; directly or indirectly, by a corporation which owns, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduce promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;
- (h) To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of, and deal in and with, shares or other interests in, or obligations of, any other entity,
- (i) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;
- (j) To conduct its business, locate offices and exercise the powers granted by this act within or without this state;
- (k) To elect directors and appoint officers, employees, and agents of the Corporation and define their duties, fix their compensation, and lend them money and credit;
- (I) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with
- (m) To make donations for the public welfare or for charitable, scientific, or educational purposes;
- (n) To transact any lawful business that will aid governmental policy,
- (o) To pay pensions and establish pension plans, pension trusts, profit sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its

current or former directors, officers, employees and agents and for any or ail of the current or former directors, officers, employees and agents of its subsidiaries;

- (p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and
- (q) To be a promoter incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity;
- (r) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;

## (END OF NEW ARTICLE IV)

(ADDITIONAL AMMENDMENTS TO ARTICLES OF INCORPORATION:

(RENAME ORIGINAL ARTICLE III TO ARTICLE V)

(RENAME ORIGINAL ARTICLE IV TO ARTICLE VI)

(RENAME ORIGINAL ARTICLE V TO ARTICLE VII)

(RENAME ORIGINAL ARTICLE VI TO ARTICLE VIII)

(RENAME ORIGINAL ARTICLE VILTO ARTICLE IX)

(RENAME ORIGINAL ARTICLE VIII TO ARTICLE X)

NOTE: THE ARTICLE NUMBERS ARE BEING SHIFTED UP BY TWO DUE TO THE NEW ARTICLE III AND IV. )  $\,$ 

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