

PO 3000051673

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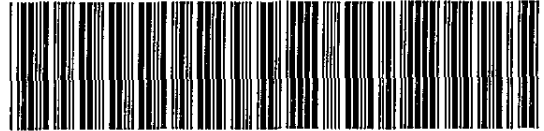
(Business Entity Name)

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07/10/03--01053--003 **43.75

FILED
2003 JUL 10 PM 2:09
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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03 JUL 10 PM 1:18
DIVISION OF CORPORATIONS

C. Ouellette JUL 10 2003

CORPDIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY

DATE: 7-10-03

REF. #: 0150.17674

CORP. NAME: 50 STATE INVESTMENT GROUP, INC.

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 505700 FOR \$ 43.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

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| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
50 STATE INVESTMENT GROUP, INC.**

FILED
2003 JUL 10 PM 2:09
TALLAHASSEE, FLORIDA
CLERK OF THE CIRCUIT COURT

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is 50 State Investment Group, Inc. (the "Corporation"), Document Number P03000051673.

2. The following Amendment to the Articles of Incorporation was adopted by the joint unanimous written consent of the Board of Directors and the Shareholders of the Corporation as of June 16, 2003 in the manner prescribed by Section 607.1003 of the Act. The number of votes cast for the amendment by the Shareholders was sufficient for approval.

3. Article II of the Corporation's Articles of Incorporation is hereby deleted and replaced by a new Article II, as follows:

"ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o Zeller and Associates LLC, 222 Lakeview Avenue, Suite 206, West Palm Beach, Florida 33401."

4. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

5. The effective date of this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation of 50 State Investment Group, Inc. as of this 26th day of June, 2003.

50 STATE INVESTMENT GROUP, INC.
a Florida corporation

By: 
Print Name: Rory Freedman
Title: Treasurer