

PO3000066367

(Requestor's Name)

Mark Peckham  
Heat Marketing Group, Inc  
1000 West Ave # 725  
Miami Beach, FL 33139

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

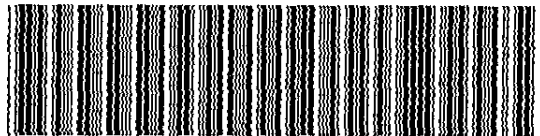
(Business Entity Name)

(Document Number)

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ALLAHASSEE, FL 32109

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\*Cert Copy  
7-28-03

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

Heat Marketing Group, Inc

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(present name)

P03000066367

(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)*

Article I: Amend to change the city for the corporation place of business to Miami Beach.

Article 1: Amend to change the city for the mailing address of the corporation to Miami Beach.

Article VI Amend to change the name of the incorporator to Mark Peckham.

Article VII Amend as follow:

President: Tim Schmidt, 1000 West Ave # 725, Miami Beach, Fl 33139

V. President: Mark Peckham, 1000 West Ave #725, Miami Beach, FL 33139

Secretary: Bruce Ross 1000 West Ave #725, Miami Beach, FL 33139

Article VII: Delete the treasurer

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TALLAHASSEE, FLORIDA

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**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: 6/16/03

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- 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)"

- 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.

Signed this 23 day of July, 2003

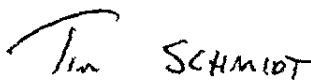
Signature   
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

  
(Typed or printed name)

PRESIDENT  
(Title)