

SB&G

Law Firm

P39521

Solheim Billing & Grimmer, S.C.

Telephone (608) 282-1200
Facsimile (608) 282-1218

Direct Line: 282-1220

December 10, 1996

700002029947--8

-12/17/96--01017--016

*****35.00 *****35.00

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

Name Change
Amend

Re: Application by Foreign Profit Corporation to File
Amendment to Application for Authorization to Transact
Business in Florida

Dear Sir or Madam:

We are the attorneys for Ad-Lit Inc., formerly known as Ad-Lit Distributing Company, Inc., a Wisconsin corporation. Enclosed for filing on behalf of Ad-Lit Inc. is an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida. Also enclosed is a certified copy of the Articles of Amendment evidencing the corporate name change in Wisconsin and a check in the amount of \$35.00 for the filing fee.

Please return the filed Application to my attention. Please call me if you need further information. Thank you for your assistance.

Sincerely,

SOLHEIM BILLING & GRIMMER, S.C.

By *[Signature]*
David B. Billing

DBB:cad
Enclosures

cc: Ms. Joani Dimp

Name	Availability	Document Examiner	Updater	Update Verifier	Acknowledged	Final Verifier

David B. Billing • Kim Grimmer • Jeanette C. Lytle
Thomas P. Solheim • James I. Stutz • James E. Webster

Firststar Plaza, Suite 750
One South Plackney Street
Post Office Box 1644
Madison, Wisconsin 53701-1644

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

FILED
96 DEC 16 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

1. Ad-Lit Distributing Company, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Wisconsin 3. July 6, 1992
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? November 26, 1996
5. Ad-Lit Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- N/A
New Jurisdiction

x J. Thomas Gussel
Signature

J. Thomas Gussel
Typed or printed name

x November 22, 1996
Date

Sole Director/President
Title

DFI/CCS/Corp
Fm 30 (7/96)

I, RICHARD
Institutions,
compared by me
unit of the D.
department and
am the legal
certification



DATE: DEC 10

Effective July
assumed the fi
Division of th
custodian of
State.

CCS/Corp
0 (7/96)

United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that the annexed by me with the document on file in the office of the Division of Corporate & Consumer Protection and that the same is a true copy of the legal custodian of said document, and the certification is in due form.

IN TESTIMONY WHEREOF
I have hereunto set my hand
and the official seal of




Richard L. Dean
Department of Financial Institutions

DEC 10 1996

BY: 

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Division of the Secretary of State and is the legal custodian of corporate records formerly held by the Secretary of State.

UTIONS

of Financial
xed copy has been
he Corporations
Services of this
hereof; and that I
that this

REOF, I have
and affixed
the Department.


a, Secretary
cial Institutions



Financial Institutions
the Corporations
successor
by the Secretary of

01.176/775

ARTICLES OF AMENDMENT Stock (for profit)

A. Name of Corporation: Ad-Lit Distributing Company, Inc.
(prior to any change effected by this amendment)

Text of Amendment (Refer to the existing articles of incorporation and instruction A. Determine those items to be changed and set forth below the number identifying the paragraph being changed and how the amended paragraph is to read.)

RESOLVED, THAT, the articles of incorporation be amended as follows:

Article 1 of the Articles of Incorporation is hereby amended to read as follows:

Article 1. The name of the corporation is Ad-Lit, Inc.
#.#
176640 DCORP 40 40.00

B. Amendment(s) adopted on November 22, 1996
(date)

Indicate the method of adoption by checking the appropriate choice below:

() In accordance with sec. 180.1002, Wis. Stats. (By the Board of Directors)

OR

(x) In accordance with sec. 180.1003, Wis. Stats. (By the Board of Directors and Shareholders)

OR

() In accordance with sec. 180.1005, Wis. Stats. (By Incorporators or Board of Directors, before issuance of shares)

C. Executed on behalf of the corporation on

November 22, 1996

X [Signature]
(Signature)

J. Thomas Gussel
(printed name)

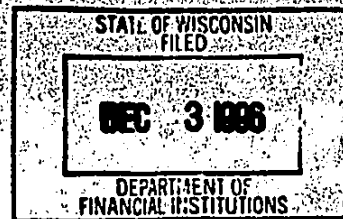
President
(officer's title)

D. This document was drafted by David B. Billing
(name of individual required by law)

FILING FEE - \$40.00 OR MORE
SEE REVERSE for Instructions, Suggestions, Filing Fees and Procedures

ARTICLES OF AMENDMENT Stock (for profit)

Changes corporate name



David B. Billing
Solheim Billing & Grimmer, S.C.
One South Pinckney Street, Suite 750
P.O. Box 1644
Madison, WI 53701-1644

⚡ Please indicate where you would like the acknowledgement copy of the filed document sent. Please include complete name and mailing address.

Your phone number during the day: (608) 282 - 1220

INSTRUCTIONS (Ref. sec. 180.1006 Wis. Stats. for document content)

Submit one original and one exact copy to Secretary of State, P.O. Box 7846, Madison, Wisconsin, 53707-7846. (If sent by Express or Priority U.S. mail, address to 30 W. Mifflin Street, 9th Floor, Madison WI 53703). The original must include an original, manual signature (sec. 180.0120(3)(c), Wis. Stats.). If you have any additional questions, please call the Corporations Division at 608/266-3590.

- A. State the name of the corporation (before any changes effected by this amendment) and the text of the amendment(s). The text should recite the resolution adopted (e.g., "RESOLVED THAT, Article 1 of the Articles of Incorporation is hereby amended to read as follows. . . etc.")

If an amendment provides for an exchange, reclassification or cancellation of issued shares, state the provisions for implementing the amendment if not contained in the amendment itself.

- B. Enter the date of adoption of the amendment(s). If there is more than one amendment, identify the date of adoption of each. Mark one of the three choices to indicate the method of adoption of the amendment(s).

By Board of Directors - Refer to sec. 180.1002 Wis. Stats. for specific information on the character of amendments that may be adopted by the Board of Directors without shareholder action.

By Board of Directors and Shareholders - Amendments proposed by the Board of Directors and adopted by shareholder approval. Voting requirements differ with circumstances and provisions in the articles of incorporation. See sec. 180.1003 Wis. Stats. for specific information.

By Incorporators or Board of Directors - Before issuance of shares - See sec. 180.1005 Wis. Stats. for conditions attached to the adoption of an amendment approved by a vote or consent of less than 2/3rds of the shares subscribed for.

- C. Enter the date of execution and the name and title of the person signing the document. The document must be signed by one of the following: An officer (or incorporator if directors have not yet been elected) of the corporation or the fiduciary if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary. At least one copy must bear an original manual signature.

- D. If the document is executed in Wisconsin, sec. 14.38(14) Wis. Stats. provides that it shall not be filed unless the name of the drafter (either an individual or a governmental agency) is printed in a legible manner. If document is NOT drafted in Wisconsin, please so state.

FILING FEES

Submit the document with a minimum filing fee of \$40.00, payable to SECRETARY OF STATE. If the amendment causes an increase in the number of authorized shares, provide an additional fee of 1 cent for each new authorized share. When the document has been filed, an acknowledgement copy stamped "FILED" will be sent to the address indicated above.