

P94000049738

5/19/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4000

FROM: ATLAS, PEARLMAN, TROP & BORKSON, P.A.  
CONTACT: BEVERLY F BRYAN  
PHONE: (954) 763-1200

ACCT#: 076247002423

FAX #: (954) 766-7800

NAME: LAMAR FINANCIAL GROUP INC.

AUDIT NUMBER.....H97000008182

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

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SH 5/20  
Amend

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97 MAY 19 AM 8:21  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 19, 1997

LAMAR FINANCIAL GROUP INC.  
10050 LEXINGTON CIRCLE NORTH  
BOYNTON BEACH, FL 33436

SUBJECT: LAMAR FINANCIAL GROUP INC.  
REF: P94000049738

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris  
Corporate Specialist

FAX Aud. #: 897000008182  
Letter Number: 897A00026781

*Original Articles has a comma - please correct your records. (See Attached)*

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
LAMAR FINANCIAL GROUP, INC.

FILED  
97 MAY 19 AM 8:21  
SECOND JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the Articles of Incorporation of LAMAR FINANCIAL GROUP, INC., a Florida corporation (the "Corporation"), bearing document number P94000049738, are hereby amended as follows:

Article IV is deleted in its entirety and substituted by the following:

ARTICLE IV - CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be fifty million (50,000,000) shares of Common Stock, par value \$.001 per share and ten million (10,000,000) shares of Preferred Stock having a par value of \$.001 per share.

Series of the Preferred Stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of Preferred Stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

The foregoing was adopted by the written consent of the sole director and shareholder of the Corporation on May 11, 1997, pursuant to Section 607 Florida Statutes. These shares present and voted at such meeting represented the total issued and outstanding capital stock of the Corporation entitled to vote. Therefore, the number cast for the Amendment to the Corporation Articles of Incorporation was sufficient for approval.

Dated as of May 11, 1997.

KENNETH P. WURTENBERGER, ESQ., FLORIDA BAR NO. 177004  
ATLAS, PEARLMAN, TROP & BORKSON, P.A.  
200 EAST LAS OLAS BOULEVARD, SUITE 1900  
FORT LAUDERDALE, FL 33301  
(954) 763-1200

H97000008182

  
Larry Finkelstein, President

97/5254.100/8043d

Rev. 10/96