

LAW OFFICES OF

KIMPTON, BURKE, WHITE & HEIDEN, P.A.

P94000058395

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June 26, 1998

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Sun Marketing Associates, Inc.  
Our File No. 7366.04.6.000

500002580575-0  
-07/06/98-01087-002 0  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Gentlemen:

Enclosed please find original and photocopy of Articles of Amendment of Articles of Incorporation regarding the above referenced corporation.

Further enclosed is a check in the amount of \$87.50 to cover the cost of the filing fee. Please return a certified copy of the Articles of Amendment of Articles of Incorporation after filing.

Sincerely,

KIMPTON, BURKE, WHITE & HEIDEN, P.A.

  
Robert C. Burke, Jr.

RCB/cg  
Enclosures  
cc: Sun Marketing Associates, Inc.

FILED  
98 JUL -6 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

cg:98secr01.ltr

Amend

Done 7/14

FILED  
98 JUL -6 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
SUN MARKETING ASSOCIATES, INC.

SUN MARKETING ASSOCIATES, INC., a Florida corporation, under its corporate seal in hand of its President and Secretary, ARLAN LARSON and EDWARD SMELTZ, respectively, hereby certifies that:

1. The Board of Directors of said corporation, at a meeting called and held on the 1st day of January, 1998, adopted the following resolution:

BE IT RESOLVED by the Board of Directors of SUN MARKETING ASSOCIATES, INC., a Florida corporation, that the Certificate of Incorporation be amended, changed, and altered, adding an additional article, Article IX, as follows:

ARTICLE IX. SHAREHOLDER ACTION

An affirmative vote of more than sixty-five (65%) percent of the issued and outstanding shares of the corporation shall be required for any shareholder action.

2. The meeting of the shareholders of the corporation called by the Board of Directors as aforesaid, was held on the 1st day of January, 1998, and at said special meeting of the shareholders, said amendment to the Certificate of Incorporation was duly adopted by the unanimous vote of all shareholders.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be filed in its name by its President and its

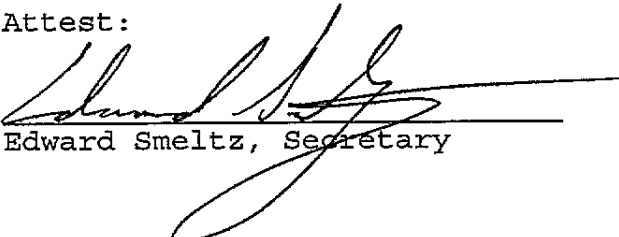
corporate seal to be affixed and attested by its Secretary on this  
1st day of January, 1998.

SUN MARKETING ASSOCIATES, INC.

By: 

Arlan Larson, President

Attest:

  
Edward Smeltz, Secretary

(Corporate Seal)

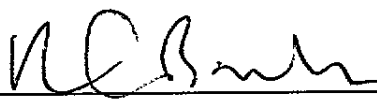
STATE OF FLORIDA     )  
COUNTY OF PINELLAS )

I, an officer authorized to take acknowledgements according to the laws of the State of Florida, duly qualified and acting, hereby certify that Arlan Larson and Edward Smeltz as President and Secretary, respectively, of SUN MARKETING ASSOCIATES, INC., to me ( ) personally known or who ( ) produced Florida driver's licenses as identification, this date acknowledged before me that they executed the foregoing Articles of Amendment of Articles of Incorporation of Sun Marketing Associates, Inc., as such officers of said corporation and they affixed the official seal of said corporation; and I further certify that I know the said persons making said acknowledgement to be the individuals described in and who executed said Certificate.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at Clearwater, said County and State this 1st day of January, 1998.



R. C. Burke, Jr.  
MY COMMISSION # CC634981 EXPIRES  
July 7, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

  
Name: \_\_\_\_\_  
Notary Public, State of Florida  
Serial No: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

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