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ACCOUNT NO. : 072100000032  
REFERENCE : 909345 5674A  
AUTHORIZATION : *Patricia Pigute*  
COST LIMIT : \$ 43.75

FILED  
00 NOV 27 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : November 27, 2000

ORDER TIME : 12:02 PM

ORDER NO. : 909345-005

CUSTOMER NO: 5674A

CUSTOMER: Robert C. Burke, Jr., Esq  
Kimpton Burke & White  
Suite 100  
28059 U.s. Highway 19, North  
Clearwater, FL 33761

DOMESTIC AMENDMENT FILING

NAME: SUN MARKETING ASSOCIATES,  
INC.

4000003475944--5

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER'S INITIALS: \_\_\_\_\_

G. COULLETTE NOV 27 2000

RECEIVED  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS

00 NOV 27 PM 12:38

TO ACQUIRE  
SUFFICIENCY OF FILING

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

FILED  
NOV 27 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 17th day of November, 2000, adopted the following resolution:

**"BE IT RESOLVED** by the Board of Directors of **SUN MARKETING ASSOCIATES, INC.**, a Florida corporation, that Article III. of the Articles of Incorporation be amended, changed and altered so that it reads as follows:

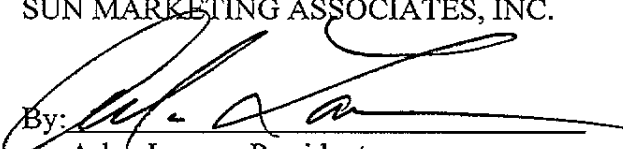
**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000,000 voting shares of common stock having 1¢ par value per share and 10,000,000 non-voting shares of common stock having 1¢ par value per share.

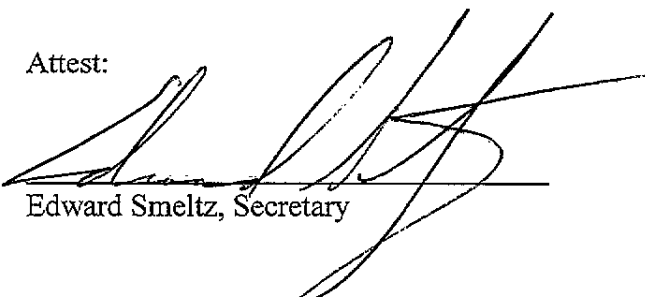
2. The meeting of the shareholders of the corporation called by the Board of Directors as aforesaid, was held on the 17th day of November, 2000, and at said special meeting of the shareholders, said amendment to the Articles of Incorporation was duly adopted by the unanimous vote of all shareholders.

IN WITNESS WHEREOF, said corporation has caused this Amendment to the Articles of Incorporation to be filed in its name by its President and its corporate seal to be affixed and attested by its Secretary on this 17<sup>th</sup> day of November, 2000.

SUN MARKETING ASSOCIATES, INC.

By:   
Arlan Larson, President

Attest:

  
Edward Smeltz, Secretary

(Corporate Seal)

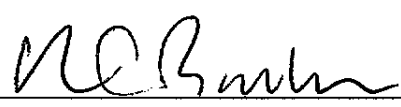
STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

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 a Florida driver's license 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 Articles of Amendment.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at Clearwater, said County and State this 17<sup>th</sup> day of November, 2000.



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: \_\_\_\_\_