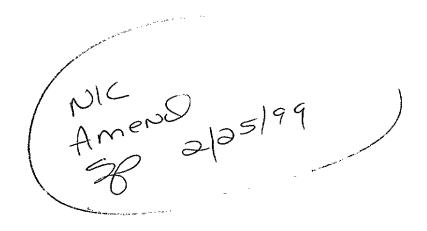
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Barbara White Paybac Social Club, Inc. 2301-A ath Street East Bradenton, FL34208

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> > SECRETARY OF STATE
> > ANASSEE, FLORIDA



FILED

ARTICLES OF AMENDMENT

99 FEB 25 PM 2: 04

TO TAL ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA

OF

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Pursuant to the provisions of section 607.1006, Florida Statues, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

Article 1 - Name

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:

12/31/98

FOURTH: Adoption of Amendment

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

ARTICLE 1 NAME

The name of the corporation shall be: PAYBAC SOCIAL CLUB, INC.

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2025 Dr. M L K Jr. Way Sarasota, Fl 34234

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares of no par value stock

ARTICLE IV ____ REGISTERED AGENT AND STREET ADDRESS

The name and address of the

registered agent is:

Barbara White 2261 W. Lockwood Lake Circle Sarasota, Fl 34234

ARTICLE V INCORPORATOR

The names and street addresses of the Incorporators to these Articles of Incorporations are:

Sherry Martin, V. President 2261 W. Lockwood Lake Circle Sarasota, Fl 34234

Barbara White, President, Secretary, Treasurer 2261 W. Lockwood Lake Circle Sarasota, Fl 34234

The undersigned incorporators have executed these Articles of Incorporation this	
day of, 1999.	
Barbara White	
(Barboro White, President, Secretary, Treasure	ŗ
Sherry Mary, Sherry Mortin, Vice President	-
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