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Account Name : EMPIRE CORPORATE KIT COMPANY

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BASIC AMENDMENT

SUN SPIN, INC.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$43.75

DEC-19-1333

P. 02/04



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 16, 1999

SUN SPIN, INC. 3350 EAST ATLANTIC BLVD. SUITE 300 POMPANO BEACH, FL 33062

SUBJECT: SUN SPIN, INC.

REF: P96000007686

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.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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

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Darlene Connell Corporate Specialist FAX Aud. #: H99000030981 Letter Number: 799A00059181

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

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FLORIDA DEPARTMENT OF STATE

Katherine Harris Secretary of State

December 85 1999

SUN SPIN, INC.

3350 EAST ATLANTIC BLVD.

SUITE 300

POMPANO BEACH, FL 33062

SUBJECT: SUN SPIN, INC.

REF: P96000007686

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.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please state a title for Article IX. Is it amending officers and directors or officers only?????

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 (850) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H99000030981 Letter Number: 399A00057716



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 7, 1999

SUN SPIN, INC. 3350 EAST ATLANTIC BLVD. SUITE 300 POMPANO BEACH, FL 33062

SUBJECT: SUN SPIN, INC.

REF: P96000007686

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Karen Gibson Corporate Specialist FAX Aud. #: H99000030981 Letter Number: 199A00057580

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

SUN SPIN, INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adops the following articles of amendment to its articles of incorporation.

FIRST: Amendment adopted:

Article IX: OFFICERS
GREGORY E. ROBIN, President/Secretary/Treasurer

To be changed to:

Article IX: OFFICERS
GREGORY E. ROBIN, President/Secretary/Treasure
DAVID LAROCHELLE, Vice-President

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:

Not applicable.

THIRD: Date of each

Date of each amendment adoption is:

December 6, 1999

FOURTH: Adoption of Amendment

- The amendment was/approved by the shareholders. The number of votes casts for the amendment was sufficient for approval.
- The amendment was approved by the shareholders through voting groups.

 The following statement must be separately provided for each voting group entitled to vote separately on the amendment:

"The number of votes cast for the amendment was sufficient for approval by

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The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day of REZNISER 1999

Signature Cregory E. Robin Procident Incorporator

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