

DOWNTOWN MARATHON, INC.
F/K/A COURTHOUSE FINA, INC.
900 N DIXIE HIGHWAY
WEST PALM BEACH, FLORIDA 33401

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

P916000053984

JANUARY 24, 2000

RE: DOWNTOWN MARATHON, INC. F/K/A COURTHOUSE FINA, INC.

GENTLEMEN:

ENCLOSED ARE THE ORIGINAL AND ONE COPY OF THE ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF COURTHOUSE FINA, INC. TOGETHER WITH A CHECK IN THE AMOUNT OF \$43.75 REPRESENTING THE PAYMENT OF THE FOLLOWING FEES:

FILING FEE
CERTIFICATE OF STATUS

\$35.00
\$8.75

AMOUNT ENCLOSED

\$43.75

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-02/02/00--01055--006
*****43.75 *****43.75

PLEASE ADDRESS ALL CORRESPONDENCE TO THE FOLLOWING ADDRESS UNTIL FURTHER NOTICE:

DOWNTOWN MARATHON, INC.
F/K/A COURTHOUSE FINA, INC.
900 N DIXIE HIGHWAY
WEST PALM BEACH, FLORIDA 33401

SINCERELY,

Glenn Ferguson

GLENN FERGUSON, PRESIDENT
DOWNTOWN MARATHON, INC.
F/K/A COURTHOUSE FINA, INC.
RWS\4

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COURTHOUSE FINA, INC.**

Pursuant to the provisions of sections 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

Article I – Corporate Name is being changed from COURTHOUSE FINA, INC. to DOWNTOWN MARATHON, INC.

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:

N/A

THIRD: The date of each amendment's adoption shall be January 1, 2000.

FORTH: Adoption of Amendment(s) (CHECK ONE)

 X The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

 The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

 The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

 The amendment(s) was/were 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(s)]

The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)

Signed this 1st day of January, 2000.

Signature Glenn Ferguson

Glenn Ferguson
Incorporator, Director

FILED
FEB 2 4 3
PH 2 43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA