

P97000005307

Corporate Offices
Southeast Marketing & Promotions, Inc.
A Florida corporation

1941 Southeast 51st Terrace; Ocala, Florida 34471

Telephone: (352) 694-9182

Fax: (352) 694-9178 E-mail: wacalvo3@praxis.net

Cyndi Noyes Calvo
Chairman, President & Chief Executive Officer

David Owens
Vice President & Chief Operating Officer

Vanessa H. Mitchem
Secretary, Treasurer & Chief Administrative Officer

700002484897--3
-04/10/98--01054--008
*****35.00 *****35.00

April 4, 1998

DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re.: Amendments to Articles of Incorporation of Southeast Marketing & Promotions, Inc.

Gentlemen:

Enclosed please find:

- (a) Three sets of articles of amendment for the above referenced corporation, one for filing and two to be returned to us bearing recording notations.
- (c) A check in the amount of \$35 covering the costs of filing the articles of amendment.

If you have any questions or comments, please contact the undersigned.

Very truly yours

Vanessa H. Mitchem
Chief Administrative Officer

Name change
HFS

FILED
98 APR 27 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

989,585,671 4-29-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 16, 1998

Vanessa H. Mitchem
% SOUTHEAST MARKETING & PROMOTIONS, INC.
1941 SE 51st Terrace
Ocala, FL 34471

SUBJECT: SOUTHEAST MARKETING & PROMOTIONS, INC.
Ref. Number: P97000005307

We have received your document for SOUTHEAST MARKETING & PROMOTIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 098A00020478

Articles of Amendment to Articles of Incorporation
of
Southeast Marketing & Promotions, Inc.

FILED
98 APR 27 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation does hereby adopt the following articles of amendment to its Articles of Incorporation:

WITNESSETH:

First: **Amendments adopted:**

- 1.1 Article I is hereby amended by changing the name of this Corporation from "Southeast Marketing & Promotions, Inc." to "The Southeast Companies." As amended, Article I will henceforth read as follows:

ARTICLE I
NAME

The name of the Corporation is:

"The Southeast Companies, Inc."

- 1.2 The following article is hereby added:

ARTICLE XII
ORGANIZATION BY DIVISIONS

The Corporation shall be organized into a series of divisions, the characteristics, organization and authority of which shall be designated from time to time by the Board of Directors, each operating under its own fictitious name and with its own set of officers, each of whom shall report directly to the Corporation's chief executive officer.

This instrument is the property of Diversified Corporate Consulting Group, L.L.C., a Delaware limited liability company, and has been licensed for use by Southeast Marketing & Promotions, Inc., only for its own corporate governance purposes. No one may utilize this form or any derivations thereof without the prior written consent of Diversified Corporate Consulting Group, L.L.C.

Second: The date of each amendment adopted is: April 4, 1998.

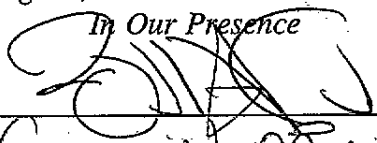
Third: Adoption of Amendments:

The amendments were adopted by the shareholders. The number of votes cast for the amendments were sufficient for approval.

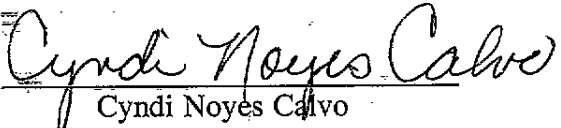
IN WITNESS WHEREOF, I have subscribed my name this 4th day of April, 1998.

Signed, Sealed & Delivered

In Our Presence



Vanessa J. Mitchell



Cyndi Noyes Calvo
President