

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 222-0070 • 1-800-347-8062 • Fax (850) 222-1222

P97000042723

American Marketing and
Outsourcing, Inc.

200002793052--6
-03/03/99-01031--024
*****43.75 *****43.75

Art of Inc. File Name
ETD Partnership File Change
Foreign Corp. File Amend
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Test. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier Door

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAR -3 PM 12:33

FILED

DIVISION OF CORPORATION

99 MAR -3 AM 10:45

RECEIVED

3/4/99

Signature _____

Requested by: ces 3/3 10:17
Name _____ Date _____ Time _____
Walk-In _____ Will Pick Up _____

FILED
99 MAR -3 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

OF

AMERICAN MARKETING AND OUTSOURCING, INC.

a Florida corporation

Pursuant to Florida Statutes §607.1006, the articles of incorporation of the above named corporation are hereby amended as follows:

1. That the articles of incorporation of **AMERICAN MARKETING AND OUTSOURCING, INC.**, are hereby amended by striking Article I in its entirety and substituting the following:

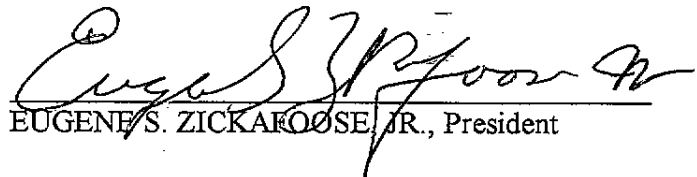
ARTICLE I. NAME

Name: The name of the corporation is **AMERICAN SALES & MARKETING, INC.**

The principal place of business of this corporation is 6408 Parkland Drive, Suite 102, Sarasota, Florida 34243.

2. The aforesaid amendment was unanimously adopted by all of the shareholders and directors on the 2nd day of March, 1999.

IN WITNESS WHEREOF, we the undersigned, have executed these Articles of Amendment this 2nd day of March, 1999.


EUGENE S. ZICKAROOSE, JR., President

Attest:


EUGENE S. ZICKAROOSE, JR., Secretary

(Corporate Seal)

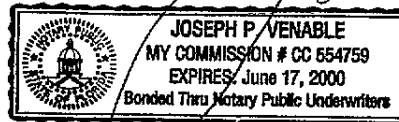
STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared EUGENE S. ZICKAFOOSE, JR., as President and as Secretary, of AMERICAN MARKETING AND OUTSOURCING, INC., a Florida corporation, to me known to be the officer of said corporation, and acknowledged before me that he executed the foregoing Amendment to Articles of Incorporation freely and voluntarily for the purposes therein expressed, and that such is the act and deed of said corporation, and said officer is personally known to me or have produced a notar as identification.

WITNESS my hand and official seal in the County and State last aforesaid, this 2nd day of March 1999.


Notary Public

My Commission Expires:



ACTION BY UNANIMOUS WRITTEN CONSENT OF
DIRECTORS AND STOCKHOLDERS

OF

AMERICAN MARKETING AND OUTSOURCING, INC.
a Florida corporation

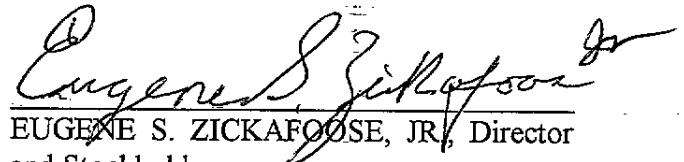
The undersigned, being all of the directors and stockholders of the above named corporation, a Florida corporation, do hereby unanimously consent in writing to the adoption of the following resolutions, taking said action in lieu of a meeting, as permitted by Florida law.

RESOLVED AS FOLLOWS:

1. That the corporation does hereby authorize its name being changed from American Marketing And Outsourcing, Inc. to **AMERICAN SALES & MARKETING, INC.**

2. That the officers of the corporation be and are hereby authorized to execute Articles of Amendment and all necessary documents to have the name changed and approved by the Florida Secretary of State, and to issue new certificates to Stockholders bearing the new corporate name upon surrender of the old certificates.

Dated: 3-2-1987


EUGENE S. ZICKAFOOSE, JR., Director
and Stockholder