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LAW OFFICES OF
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Ernest A. Seemann
Darrin R. Schutt
(also admitted in Georgia)
Christine F. Wright

February 26, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Sonder's Sunny Florida, Inc.

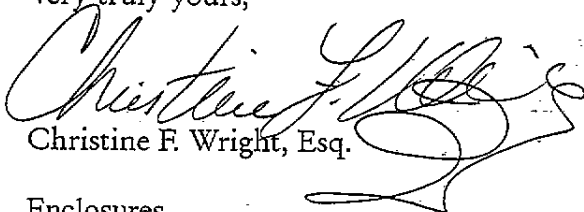
Dear Sir or Madam:

Enclosed please find the articles of amendment for the above-referenced corporation. I have enclosed our check for \$35.00 for the filing fee.

Please return a copy of the articles with log-in stamp to the above address. If you have any questions, please contact me.

Thank you for your assistance in this matter.

Very truly yours,


Christine F. Wright, Esq.

Enclosures

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3-4-99
DAS

99 MAR -1 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****35.00 *****35.00

ARTICLES OF AMENDMENT
OF
SONDER'S SUNNY FLORIDA, INC.

Pursuant to Section 607.1001, Florida Statutes, the Articles of Incorporation of the above-named corporation are amended as follows:

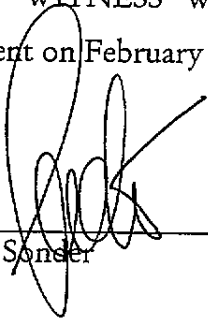
1. Article I is amended to read as follows:

I. NAME

The name of the Corporation shall be: ZZZ SUNNY FLORIDA, INC.

2. The foregoing amendment was unanimously approved on February 24, 1999, by the sole (100%) shareholder of the corporation.

IN WITNESS WHEREOF, I the undersigned, have executed these Articles of Amendment on February 26, 1999.


Karlheinz Sonder
Secretary

State of Florida)
County of Lee)



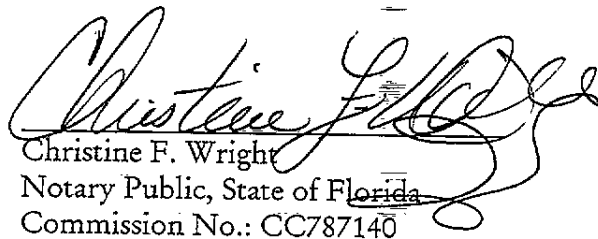
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99 MAR -1 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this 26th day of February, 1999, before me, an officer duly qualified to take acknowledgments, personally appeared KARLHEINZ SONDER, who is personally known to me, and who has executed the foregoing instrument, acknowledged before me that she executed the same, and who did not take an oath.

MY COMMISSION EXPIRES:
November 2, 2002



Christine F Wright
My Commission CC787140
Expires November 2, 2002


Christine F. Wright
Notary Public, State of Florida
Commission No.: CC787140