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BASIC AMENDMENT

U.S.A. MARKETING ASSOCIATES, INC.

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 14, 2005

U.S.A. MARKETING ASSOCIATES, INC. PO BOX 33536 INDIALANTIC, FL 32903US

SUBJECT: U.S.A. MARKETING ASSOCIATES, INC.

REF: P97000060883

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.

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Karen Gibson Document Specialist FAX Aud. #: H05000091777 Letter Number: 305A00025582

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF U.S.A. MARKETING ASSOCIATES, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The Articles of Incorporation were filed on July 11, 1997, and assigned document number P97000060883.
 - 2. Article IV is hereby restated as follows:

Article IV - Capital Stock

The Corporation is authorized to issue 500,000 shares of common stock having a par value of one cent (\$0.01) per share.

3. The foregoing Amendment was adopted by the incorporator without shareholder action and shareholder action was not required, and this Amendment is adopted on this lith day of April, -2005.

Signed this /2 day of April, 2005.

U.S.A. Marketing Associates, Inc., a Florida corporation

Michael O'Magra Precident

THIS INSTRUMENT PREPARED BY: DALE A. DETTMER, ESQ. 304 S. Harbor City Boulevard Melbourne, Florida 32901 (321) 723-5646

Florida Bar Number: 172988

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