

P97000071995

ACTION PARALEGAL SERVICE
2310-C E. ROBINSON STREET
ORLANDO, FLORIDA 32803
(407) 228-0227

April 24, 1998

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

300002501843--0
-04/27/98--01135--019
*****35.00 *****35.00

RE: SUN GLOBAL UTILITIES, INC.

Dear Clerk:

Please find an Amended Articles of Incorporation for SUN GLOBAL UTILITIES, INC. and check # 1607 for the filing fee, thank you.

If you have any questions, please call me at Action Paralegal Service (407) 658-7606.

Virginia H. Bell
Paralegal

Enclosed
Amended Articles
check# 1607

FILED
98 MAY 15 PM 2:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AM
PCE/15



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 1, 1998

VIRGINIA H. BELL
ACTION PARALEGAL SERVICES
2310-C E. ROBINSON STREET
ORLANDO, FL 32803

SUBJECT: SUN GLOBAL UTILITIES, INC.
Ref. Number: P97000071995

We have received your document for SUN GLOBAL UTILITIES, 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):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6880.

Karen Gibson

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

SUN GLOBAL UTILITIES, INC.

Pursuant to the provisions of section 607.2006, Florida Statutes profit corporation adopts the following articles of incorporation:

FIRST: Amendment adopted article VII OFFICERS being amended to read:

IVAN PRINCE, President

JORDON POPHOFF, CFO

JAMES WOOD, CEO

SECOND: There is not change in the stock or the issuance of the stock.

THIRD: The date of the amendment adoption is April 1, 1998.

FOURTH: Adoption of Amendments (check one)

_____ The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

_____ The amendment were adopted by the shareholders through voting group. *The following statement must be separately provided for each voting group entitled to vote separately on the amendments.*

"The number of votes cast for the amendments were sufficient for approval by _____ (voting group)

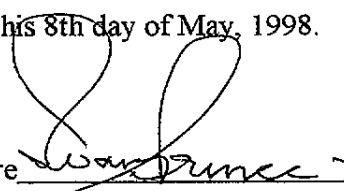
_____ The Amendments were adopted by the board of directors without the shareholder action and shareholder action was not required.

 x The amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

FILED
98 MAY 15 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 8th day of May, 1998.

Signature

A handwritten signature in cursive script, appearing to read "Ivan Prince", written over a horizontal line.

(By the Incorporator

IVAN PRINCE

typed or printed

PRESIDENT

title