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West Palm Beach
Please Reply To West Palm Beach

September 30, 1999

Secretary of State
Attention: Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Virtual Signs Corporation

300003004493--4
-10/04/99--01110--020
*****87.50 *****43.75

Dear Sir or Madam:

Enclosed please find an original and duplicate Articles of Amendment to the Articles of Incorporation of the above-captioned Corporation. Please file the Amendment, certify one copy and return the certified copy to me.

Enclosed is a check payable to the Secretary of State in the amount of \$87.50, representing the following fees:

Filing Fee:	\$35.00
Certification:	<u>52.50</u>
	<u>\$87.50</u>

Thank you for your cooperation in this matter.

Sincerely yours,

HOWARD J. WIENER, P.A.

By:

HOWARD J. WIENER, ESQUIRE

HJW/cjt
Enclosures

Cindy gave Authorization
to add date of Adoption.
10/11 B

Amend

V. SHEPARD OCT 11 1999

FILED
OCT -4 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
VIRTUAL SIGNS CORPORATION**

FILED

99 OCT -4 PM 1:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Pursuant to Section 607.1006 of the *Florida Business Corporation Act*)

The undersigned, VICTOR A. SALAS, President, (the "President") of VIRTUAL SIGNS CORPORATION, (the "Corporation"), a corporation organized and existing under and by virtue of the provisions of the *Florida Business Corporation Act*, the Articles of Incorporation of which were duly filed by the Department of State of the State of Florida, on September 25, 1997, **DOES HEREBY CERTIFY:**

1. The name of the Corporation is VIRTUAL SIGNS CORPORATION.
2. The Amendments made to the Corporation's Articles of Incorporation are as follows:
 - (A) Article Five of the Articles of Incorporation of the Corporation is hereby amended, changed and altered to read as follows:

"Number. The aggregate number of shares that the corporation shall have the authority to issue is One Hundred (100) shares of Voting Common Capital Stock with a par value of \$1.00 per share, and Ten Thousand (10,000) shares of Non-Voting Common Capital Stock with a par value of \$1.00 per share. The holders of Voting shares and Non-Voting shares shall have identical rights to distribution and liquidation proceeds.

Initial Issue. Four (4) shares of Voting Common Capital Stock of the corporation shall be issued for cash at a par value of \$1.00 per share.

Stated capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation."

- (B) Article Six of the Articles of Incorporation of the Corporation is hereby amended, changed and altered to read as follows:

"The business of the Corporation shall be conducted by a Board of Directors which shall consist of not less than one (1) nor more than six (6) members, as the same may be provided by the By-Laws of the corporation, and the following officers, to wit: President, Vice-President/Secretary, and Treasurer. The members of said Board of Directors shall be elected at the annual meeting of the stockholders

of said Corporation, and the same officers shall be elected at the annual meeting of stockholders of said Corporation, immediately after adjournment of the meeting of the Board of Directors.

Upon the first meeting of the stockholders herein provided for and until his successor shall be elected and qualified, the business of the corporation shall be transacted by the incorporators herein."

(C) Article Nine of the Articles of Incorporation of the Corporation is hereby amended, changed and altered to read as follows:

"An affirmative vote of (two thirds) of the shares of the corporation shall be required for any shareholder action."

3. Except as hereby amended, and except as previously amended, the Articles of Incorporation of the Corporation shall remain the same.
4. The Amendment hereby made to the Articles of Incorporation was duly approved by the Shareholders, without voting groups, and that the number of votes cast for the Amendment was sufficient for approval. Date of approval was September 27, 1999.

IN WITNESS WHEREOF, we have hereunto subscribed our names and affixed the seal of the Corporation this 27 day of September, 1999.


VICTOR A. SALAS, President

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, VICTOR A. SALAS, President, on behalf of Virtual Signs Corporation, a Florida Corporation, who is personally known to me or has produced a Florida's driver's license, has executed the foregoing Articles of Amendment of the Articles of Incorporation of VIRTUAL SIGNS CORPORATION, and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27th day of September, 1999.



Howard J. Wiener
My Commission CC697059
Expires November 18, 2001

(Notary Seal)


Notary Public, State of Florida

HOWARD J. WIENER
Printed Name

Expiration Date