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*Law Office*  
MARILYN K. SUMMITT, P.A.

*A Professional Association*

P.O. Box 23817 • Ft. Lauderdale, FL 33307  
Phone (954) 938-0995 • E-mail mks2fl4law@aol.com

FILED  
99 MAR -4 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

March 1, 1999

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

NEW DIRECT LINE: 954-938-8100

RE: Articles of Amendment

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-03/04/99--01084--011  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Ladies and Gentlemen:

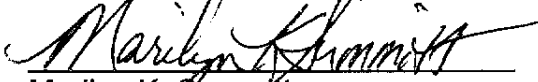
Enclosed is an original and one copy of the Articles of Amendment of Starmark Marketing, Inc., changing its name to Starmark International, Inc.. Also enclosed is a check payable to the Florida Department of State in the amount of \$43.75 in payment of the following:

Filing Fee for Amendment:	\$35.00
Certified Copy:	<u>8.75</u>
Total:	<u>\$43.75</u>

Please return the certified copy to the attention of the undersigned. If you have any questions or comments, please do not hesitate to contact me.

Yours very truly,

MARILYN K. SUMMITT, P.A.



Marilyn K. Summitt  
For the Firm

Enclosures (3)

c: Mr. Dan L. Estes

MKS/clc

CLC/Estes Dept of State

*Amend. & N/C*

VS MAR 9 1999

ARTICLES OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
STARMARK MARKETING, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Secretary of STARMARK MARKETING, INC., a corporation organized under the laws of the State of Florida, hereby certifies as follows:

1. The name of the corporation is:

STARMARK MARKETING, INC.

2. The text of the Amendments adopted are as follows:

ARTICLE I is hereby amended to read as follows:

The name of the corporation is:

STARMARK INTERNATIONAL, INC.

ARTICLE III is hereby amended to read as follows:

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is 2,000 shares, classified as follows:

<u>Class</u>	<u>Voting</u>	<u>Shares Authorized</u>	<u>Par Value</u>
Class A Common	Voting	1,000	\$1.00/share
Class B Common	Non-Voting	1,000	\$1.00/share

Holders of Class B Non-Voting Common shares shall have the same rights and privileges as holders of Class A Voting Common shares except that holders of Class B Non-Voting Common shares shall not be entitled to vote by reason of holding such shares of Class B stock.

3. That the Board of Directors of the corporation by Action on the 24<sup>th</sup> day of February, 1999, unanimously resolved that the Amendments to the Articles of Incorporation as contained herein be recommended to the shareholders of the corporation.

4. That pursuant to Section 607.0704, by Action of the shareholders of the corporation on the 24<sup>th</sup> day of February, 1999, the shareholders unanimously approved the proposed Amendments to the Articles of Incorporation contained herein.

5. The Amendments were approved by the shareholders and the number of votes cast for the Amendments by the shareholders was sufficient for approval of the Amendments.

IN WITNESS WHEREOF, the corporation has caused these Articles of Amendment to be signed and executed by Dan L. Estes, as Secretary, this 24<sup>th</sup> day of February, 1999.

STARMARK MARKETING, INC.

By: \_\_\_\_\_

  
Dan L. Estes, Secretary