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P98000030791

August 18, 1998

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-08/31/98-01049-015
*****35.00 *****35.00

Re: Infinity Marketing Associates, Inc.
Document Number P98000030791

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Amendment for the referenced corporation, together with our check in the amount of \$35.00 in payment of the appropriate filing fees for an Amendment to the Articles of Incorporation.

We will appreciate your filing the enclosed Articles and returning a copy to the undersigned.

Your assistance in this matter is greatly appreciated.

Sincerely yours,



C. Randolph Coleman, Esq.

Enclosures

FILED
90 AUG 31 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
to the
ARTICLES OF INCORPORATION
of
INFINITY MARKETING ASSOCIATES, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to § 607.1006, Florida Statutes, the undersigned adopts the following Articles to Amendment to its Articles of Incorporation, which Articles of Incorporation were filed with the Florida Department of State on April 1, 1998.

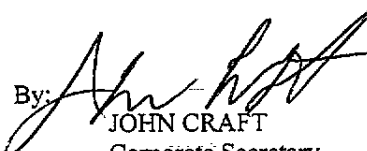
1. Article One of the Articles of Incorporation is hereby amended to read as follows:

The name of the corporation shall be changed to Infinity Marketing Alliance, Inc.

2. The shareholders holding all the issued and outstanding shares of the common stock of the Corporation were entitled to vote on the foregoing amendment to the Articles of Incorporation. The foregoing amendment was adopted by the shareholders on 18th day of August, 1998.

3. The foregoing amendment shall become effective upon filing of these Articles of Amendment. Except for the aforesaid amendment, the Articles of Incorporation shall remain as heretofore in force and effect.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 18th day of August, 1998.

By: 
JOHN CRAFT
Corporate Secretary