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July 2, 1998

Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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*****35.00 *****35.00

Re: NISSCO/Sunline, Inc.

Dear Sir/Madam:

Enclosed please find an **original** and one copy of Amended Articles of Incorporation to be filed regarding the above-referenced corporation. Also, enclosed please find a check in the amount of \$35.00 for the filing fees. I would appreciate it if you would return to me a file-stamped copy in the enclosed, self-addressed, stamped envelope.

Thank you for your assistance regarding this matter.

Very truly yours,

KOHNEN & PATTON, LLP

Richard M. Haines ms

Richard M. Haines

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Encls.

FILED
98 JUL 21 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.
7-21-98
CC



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 14, 1998

KOHNEN & PATTON LLP
RICHARD M. HAINES
1400 CAREW TOWER, 441 VINE ST.
CINCINNATI, OH 45202-2994

SUBJECT: NISSCO/SUNLINE, INC.
Ref. Number: P98000045159

We have received your document for NISSCO/SUNLINE, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You have the initial principal office listed in article nine which is not the same address we show as the initial address given at time of filing. You will need to strike the word initial if you wish us to change the address to the one you are showing. Also showing in article ten is the name of an incorporator, if this is not the original incorporator, you may not add or change incorporators.

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) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 998A00037368

**STATE OF FLORIDA
AMENDED ARTICLES OF INCORPORATION
OF
NISSCO/SUNLINE, INC.**

FILED
98 JUL 21 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation for profit under Section 607.0401 et seq. of the Florida Statutes, does hereby certify:

FIRST: The name of the Corporation shall be NISSCO/Sunline, Inc.

SECOND: The Corporation's principal office shall be located at 14848 Old U.S. 41, Sunburst Center, #13, Naples, Florida 34110.

THIRD: This Corporation is formed in order to engage in any lawful act or activity for which corporations may be formed under Section 607.0401 et seq. of the Florida Statutes, inclusive, including the management of business contracts and obligations; and the management of various conferences for other businesses.

FOURTH: The aggregate number of shares which the Corporation shall have the authority to issue is 200 shares in one class of voting, no par value, common stock.

FIFTH: Provisions granting preemptive rights are NONE.

SIXTH: The Corporation will have no stated capital.

SEVENTH: The Corporation may purchase its own shares, from time to time, when authorized to do so by its Board of Directors, unless the Corporation is insolvent or such purchase would render it insolvent.


EIGHTH: Provisions for the Regulation of the Internal Affairs of the Corporation are set forth in the Code of Regulations and By-Laws of the Corporation.

NINTH: The street address of the principal office of the Corporation is 14848 Old

U.S. 41, Sunburst Center, #13, Naples, Florida 34110, and the name of its initial Registered Statutory Agent is Thomas B. Haines, whose address is 2027 Imperial Golf Course Blvd., Naples, Florida 34110.

TENTH: The name and address of each incorporator is:

Richard M. Haines
1400 Carew Tower
Cincinnati, Ohio 45202.



RICHARD M. HAINES, Sole
Incorporator