

LAW OFFICE OF
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P99000025422

August 17, 1999

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Flagler Publishing, Inc.

100002964331--8
-08/19/99--01043--010
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Amendment for Flagler Publishing, Inc. which we request that you approve and file. Enclosed is my check in the amount of \$35.00 as the filing fee. Please return as soon as possible a copy of the Articles of Amendment to my office showing that it has been filed. I've enclosed a stamped envelope enclosed herein.

Thank you for your courtesies in this matter.

Sincerely,

James Allen Scott, Jr.

JAS:ps
Encs.

FILED
99 AUG 19 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
LFS 8-25-99

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
FLAGLER PUBLISHING, INC.**

FILED
99 AUG 19 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

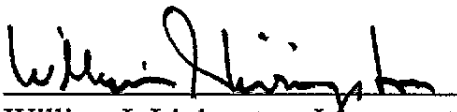
Article II of the Articles of Incorporation of FLAGLER PUBLISHING, INC. was amended by the Corporation's Incorporator on May 17, 1999. The corporation is filing these articles of amendment to the Articles of Incorporation pursuant to F.S. 607.1005.

1. The name of the Corporation is FLAGLER PUBLISHING, INC.
2. Article II of the Articles of Incorporation of FLAGLER PUBLISHING, INC. was amended as follows:

“The maximum number of shares of stock that this corporation shall be authorized to issue and to have outstanding at any one time shall be limited to one hundred thousand (100,000) shares of common stock.”

3. As no shares of stock had been issued at the time of the amendment and therefore no shareholder consent was required for the amendment, the sole undersigned Incorporator of Corporation adopted the amendment without shareholder action.

In witness whereof, the undersigned Incorporator of this Corporation has executed the foregoing Articles of Amendment this 24th day of May, 1999.


William I. Livingston, Incorporator