



MASON & ASSOCIATES

Professional Association
Attorneys at Law

March 27, 2000
P990000035350

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

Re: GARSUS, INC.
Our Ref. No. 3124.2

000003192380--8
-03/31/00--01101--005
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find an original and one photocopy of the Articles of Amendment to the Articles of Incorporation for the above-referenced corporation. Please file the original Amendment upon receipt and return a date-stamped copy to our office in the envelope provided.

We have enclosed a check in the amount of \$35.00 in payment of the filing fee.

Should you have any questions, do not hesitate to contact

Sincerely,

Mary M. Romary

Mary M. Romary
Legal Assistant

/mr
Enclosure

3124.2

FILED
00 MAY 30 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P99000035350
4pgs
Amend
May 30



RECEIVED
APR 20 2000

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 12, 2000

MASON & ASSOCIATES
% MARY ROMARY
17757 U.S. HWY. 19 N., SUITE 500
CLEARWATER, FL 33764

SUBJECT: GARSUS, INC.
Ref. Number: P99000035350

We have received your document for GARSUS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If shareholder approval was not required, a statement to that effect must be contained in the document.

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) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 700A00019984

FILED
00 MAY 30 PM 4:06
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

RECEIVED
MAY 30 AM 8:36
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF GARSUS, INC.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is: GARSUS, INC.

ARTICLE II - TEXT OF AMENDMENT ADOPTED

The text of the amendment adopted is as follows:

RESOLVED, that the Articles of Incorporation of the corporation be amended by striking Article IV in its entirety and replacing therefor:

"ARTICLE IV - AUTHORIZED SHARES OF STOCK

The Corporation is authorized to issue Seven Hundred Ninety One Thousand Ninety Six (791,096) shares of stock. The par value of each of such shares of stock shall be ten cents (\$0.10), amounting in the aggregate to \$74,109.60.

All of the authorized shares shall be of one class of Common Stock, and shall have identical preferences, limitations and relative rights, except that within such class of Common Stock, there shall be two Series. Series A Common Stock shall be designated as voting stock, and Series B Common Stock shall be designated as non-voting stock.

The Board of Directors of the Corporation shall have the authority to designate the Series of Common Stock to be issued to each shareholder at the time of issuance, so long as the total number of Series A and Series B Common Stock shall not exceed the total authorized shares of the Corporation."

ARTICLE III - DATE AMENDMENT ADOPTED

The Amendment was adopted by the Board of Directors without shareholder action, and shareholder action was not required for such adoption. The Amendment was adopted on March 17, 2000, pursuant to Section 607.1006 Fla. Stat. and shall be effective as of that date.

FILED
00 MAY 30 PM 4:06
CLERK OF DISTRICT COURT
STATE OF FLORIDA

ARTICLE IV - APPROVAL

The Amendment was unanimously approved by the members of the Board of Directors. The number of votes cast by the Board of Directors was sufficient for approval of this Amendment.

IN WITNESS WHEREOF, these Articles of Amendment were dated and executed this 17th day of MARCH, 2000, and the Corporation does make, file and record these Articles of Amendment and does certify that the facts stated herein are true.



Gary A. Mariano, President

ATTEST: 

THOMAS L. ROBICHAUX Secretary

Mr\garsus.amendment