

P99000037254

**JOHN S. DZURAK**  
**ATTORNEY AT LAW**  
**Certified Circuit Civil Mediator**  
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October 5, 1999

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

200003009682--8  
-10/08/99--01048--007  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

Re: **MAGELY CORPORATION**

Dear Sirs:

Please find enclosed the original and one copy of the Articles of Amendment for **MAGELY CORPORATION**. The purpose of the amendment is to change the registered office and registered agent of the corporation.

Also enclosed is a check in the amount of \$ 70.00 (\$35.00 for filing fee and \$ 35.00 for Registered Agent fee).

We do not wish to receive a certified copy of the Articles, only proof of filing and document number. Please return the proof of filing to our office.

Thank you very much for your cooperation in this matter.

*Amend  
10-20-99  
JSD*

Sincerely,

*[Signature]*  
JOHN S. DZURAK

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

99 OCT - 8 PM 12: 29

FILED

JSD:lm  
enclosures  
xc: Jacques Sennwald

**ARTICLES OF AMENDMENT  
OF  
MAGELY CORPORATION  
(amending registered office and registered agent)**

**FILED**  
99 OCT -8 PM 12:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**WHEREAS, MAGELY CORPORATION**, a Florida corporation, was incorporated under the laws of the State of Florida on April 23, 1999 (document number P99000037254); and

**WHEREAS, JACQUES SENNWALD** is the Sole Director and sole Shareholder of **MAGELY CORPORATION**, having become Sole Shareholder by his acquisition of all the outstanding shares of stock of the Corporation and his becoming Sole Director upon a special meeting of the Shareholders; and

**WHEREAS**, Article VI of the Articles of Incorporation of **MAGELY CORPORATION** describes the registered office and mailing address of the Corporation and the registered agent of the Corporation; and

**WHEREAS**, on September 30, 1999, an Amendment to the Articles of Incorporation was adopted by the said **JACQUES SENNWALD**, as Sole Director and Sole Shareholder of **MAGELY CORPORATION**, as below, for the purpose of amending said Articles IV, for the purpose of changing the address of the registered office and mailing address of the corporation and changing the registered agent of the corporation.

**NOW, THEREFORE**, as evidenced by the Minutes of Special Meeting of the Board of Directors stated below, Article VI of the Articles of Incorporation of **MAGELY CORPORATION** is hereby amended to read as follows:

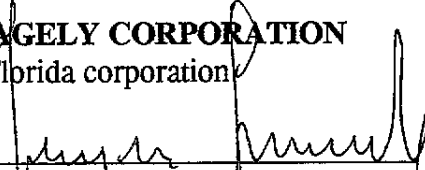
Article VI

The principal and registered office of the corporation is to be located at 1034 Grant Street, Englewood, Florida, 34224; and the name of its Registered Agent is **JACQUES SENNWALD**, whose mailing address is 1034 Grant Street, Englewood, Florida, 34224. The mailing address of the corporation is 1034 Grant Street, Englewood, Florida, 34224.

The signed acceptance of **JACQUES SENNWALD** as Registered Agent of the Corporation is attached hereto as Exhibit "A".

**IN WITNESS THEREOF**, the parties have set their hands and seals at Punta Gorda, Florida this 30th day of September, 1999.

**MAGELY CORPORATION**  
a Florida corporation

By:   
**JACQUES SENNWALD,**  
President, Director, and Shareholder

Attest:

  
**JACQUES SENNWALD, Secretary**

**MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS**  
**OF**  
**MAGELY CORPORATION**

The undersigned, **JACQUES SENNWALD**, being the sole director and sole shareholder of **MAGELY CORPORATION**, a Florida corporation, do hereby waive notice and call of the Special Meeting of the Board of Directors to be held at the offices of JOHN S. DZURAK, ESQUIRE, 306 E. Olympia Avenue, Punta Gorda, Florida on September 30, 1999, at 11:00 a.m., for the purpose of considering amending the Articles of Incorporation for the purpose of changing the principal and registered office of the Corporation, the mailing address of the Corporation, and the name of the registered agent of the Corporation.

The undersigned, **JACQUES SENNWALD**, being the sole director and shareholder of **MAGELY CORPORATION**, a Florida corporation, met at the office of JOHN S. DZURAK, ESQ., 306 East Olympia Avenue, Punta Gorda, Florida, on September 30, 1999 at 11:00 a.m. pursuant to the waiver of notice and call.

Upon the motion duly made, seconded and carried, it was unanimously resolved by the Board of Directors to file Articles of Amendment with the Florida Department to State for the purpose of Amending Article VI of the Articles of Incorporation as stated above.

  
**JACQUES SENNWALD,**  
Sole Director

**CERTIFICATE OF APPROVAL**  
**by SHAREHOLDERS**

**JACQUES SENNWALD**, being the sole Shareholder of **MAGELY CORPORATION**, a Florida corporation, hereby approve the above Articles of Amendment for the purpose of amending Article VI of the Articles of Incorporation of **MAGELY CORPORATION**, in order to change the address of the registered office and mailing address of the corporation and to change the registered agent of the corporation. The undersigned, **JACQUES SENNWALD**, certifies that he is the sole Shareholder of **MAGELY CORPORATION**, a Florida corporation; and, therefore, that he constitutes the sole voting group entitled to vote on the Amendment; and, therefore, said vote being unanimous, the number of votes cast for the Amendment by the sole voting group is sufficient for approval by that voting group.

**DATED:** September 30, 1999.


  
**JACQUES SENNWALD, Sole Shareholder**

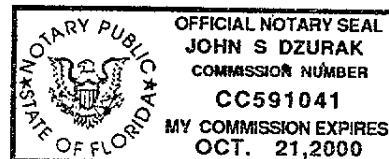
**STATE OF FLORIDA**  
**COUNTY OF CHARLOTTE**

I **HEREBY CERTIFY** that on this date before me, an officer duly qualified to take acknowledgments, personally appeared **JACQUES SENNWALD**, to me known to be the person described in and who executed the foregoing Minutes of Special Meeting of Board of Directors, and Certificate of Approval by Shareholders, and Articles of Amendment of **MAGELY CORPORATION**, and he acknowledged before me that he executed the same; and that he is personally known to me, and that he did take an oath.

**WITNESS MY HAND** and official seal in the County and State last aforesaid this 30th day of September, 1999.

My commission expires:

  
**JOHN S. DZURAK**  
Notary Public  
State of Florida at Large



**EXHIBIT "A"**

**CERTIFICATE DESIGNATING REGISTERED  
OFFICE AND REGISTERED AGENT**

That **MAGELY CORPORATION**, desiring to organize under the laws of the State of Florida, with its principal and registered office, as indicated in the Articles of Incorporation, located at 1034 Grant Street, Englewood, Florida 34224, has named **JACQUES SENNWALD**, located at 1034 Grant Street, Englewood, Florida 34224, and whose mailing address is the same, as its agent to accept service of process within this state

Having been named to accept service of process for **MAGELY CORPORATION**, the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Dated: September 30, 1999.

  
**JACQUES SENNWALD**  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 OCT -8 PM 12:29

**FILED**