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Norman D. Kaplan, P.A.

ATTORNEYS AT LAW

NORMAN D. KAPLAN*
ADAM S. GOLDBERG

MEMBERS OF FLORIDA BAR
*ALSO MEMBER OF NEW YORK BAR

SUITE 470
Bank of America Building
7770 W. OAKLAND PARK BOULEVARD
FORT LAUDERDALE, FLORIDA 33351-6746
(954) 742-3001
FAX 742-8277

October 1, 2001

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

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-10/04/01--01030--008
*****43.75 *****43.75

RE: Articles of Amendment
EMPLOYEES SHOPPING CLUB, INC..
Our File No: 98-3657

Dear Department of Corporations:

Enclosed with this cover letter, please find an amendment to the Articles of Incorporation for Employees Shopping Inc. Please file this amendment and send us a certified copy of the amendment. In addition, please find a check for \$43.75 to cover the filing costs and a self addressed envelope.

Should you have any questions or problems, please feel free to contact me.

Very truly yours,

NORMAN D. KAPLAN, P.A.

Adam S. Goldberg

Adam S. Goldberg, LL.M.

ASG/ss
Enclosures

*→ gave authorization to
correct the current name.
10/10 GB*

FILED
DIVISION OF CORPORATIONS
OCT 10 2001

N/C

V. SHEPARD OCT 10 2001

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
EMPLOYEE SHOPPING CLUB, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT -4 AM 11:59

Pursuant to the provisions of Chapter 607 of the Florida Statutes, the undersigned corporation adopts the following amendment to its Articles of Incorporation.

1. The name of the Corporation is **EMPLOYEE SHOPPING CLUB, INC.**
2. In accordance with the provisions of Section 607.1006 of the Florida Statutes, the following amendment was unanimously adopted by the directors and shareholders as of the 12th day of September, 2001.
3. Effective upon the filing of these Articles of Amendment, Article I of the Articles of Incorporation shall be rescinded and restated in its entirety, and shall read as follows:

ARTICLE I. NAME

The name of the corporation shall be:

SUNREALM INC.

Dated this 12TH day of September, 2001.

EMPLOYEE SHOPPING CLUB, INC.

By: Ricky D. Lewis
RICKY LEWIS, PRESIDENT

ATTEST:

Ricky D. Lewis
RICKY LEWIS, SECRETARY

STATE OF FLORIDA)

COUNTY OF BROWARD)

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared **RICKY LEWIS**, identified by me by personal knowledge or by Florida Drivers License No. 12C0-724-66029-0 and who executed the foregoing instrument and acknowledged to me that said instrument was executed for the purposes therein expressed.

WITNESS my hand and official seal at SUNRISE FL., this 12th day of September, 2001.



NOTARY PUBLIC
STATE OF FLORIDA

My commission Expires:



Adam Goldberg
Commission # CC954825
Expires Aug. 27, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

**WRITTEN CONSENT TO ACTION
OF THE
BOARD OF DIRECTORS AND SHAREHOLDERS
OF
EMPLOYEE SHOPPING CLUB, INC.**

The undersigned, being the sole shareholder/director of **EMPLOYEE SHOPPING CLUB, INC.**, does hereby take the following action by written consent pursuant to the provisions of Sections 607.0821 and 607.0704 of the Florida Statutes:

RESOLVED, that it is deemed to be in the best interest of this corporation to change its name to **SUNREALM, INC.**, and the President and Secretary of the corporation are hereby authorized and directed to file an Amendment to the Articles of Incorporation with the Secretary of State in the form attached hereto.

RESOLVED, that the Law Offices of Norman D. Kaplan P.A. be retained to assist the corporation with its name change.

Dated the 12th day of September, 2001.

Ricky J. Lewis
RICKY LEWIS, President