

STATE OF ALABAMA     )  
COUNTY OF SHELBY    )

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION OF  
MARKETING SOLUTIONS, INC.**

Pursuant to the provisions of Section 10-2B-10.01 et seq. of the Code of Alabama (1975), as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** Pursuant to the provisions of Section 10-2B-10.03, the shareholders of the undersigned corporation, Marketing Solutions, Inc. (the "Company"), have adopted the following amendments to the Company's Articles of Incorporation:

"ARTICLE FOUR is hereby deleted in its entirety and the following substituted therefor:

ARTICLE FOUR CAPITAL STOCK: The aggregate number of shares which the corporation shall have authority to issue is Ten Million (10,000,000) shares of common stock of the par value of \$0.001 per share."

**SECOND:** Effective at the time of filing with the Probate Judge of these Articles of Amendment ("Effective Time"), each share of the One Hundred (100) shares of common stock issued and outstanding immediately prior to the Effective Time shall, automatically and without any action on the part of the respective holders thereof, be changed into and become Fifty-thousand (50,000) shares of common stock, par value \$0.001 per share, and each stock certificate issued by the Company that, immediately prior to the Effective Time, represented One (1) share of common stock shall, from and after the Effective Time, represent Fifty-Thousand (50,000) shares of common stock. Each holder of an outstanding certificate of common stock prior to the Effective Time shall surrender the same to the Company, and each holder shall receive in exchange therefor a certificate or certificates representing the number of shares of common stock into which the previous shares of common stock, represented by the surrendered certificates, have been converted hereby.

**THIRD:** Pursuant to the provisions of Section 10-2B-10.03, the shareholders of the undersigned corporation, Marketing Solutions, Inc. (the "Company"), have adopted the following amendments to the Company's Articles of Incorporation:

"Article 12 is hereby added as follows:

**ARTICLE 12            PREEMPTIVE RIGHTS**

No shareholder of the corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a preemptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or hereafter held in its treasury, but all such additional shares of stock or other securities may be issued or disposed of by the board of directors to such persons and upon such terms as in its absolute discretion it may deem advisable."

**FOURTH:** The Amendments set forth above were adopted effective June 1, 2001 by the shareholders in the manner prescribed by law.

**FIFTH:** The designation, number of outstanding shares, number of votes entitled to be cast by each voting group, and the number of votes of each voting group indisputably represented in voting on the amendment were as follows:

- (a) Designation: Common Stock
- (b) Number of outstanding shares: 100
- (c) Number of votes entitled to be cast by each voting group entitled to vote on the amendment (there being but one such voting group): 100
- (d) Number of votes indisputably represented in voting on the amendment: 100

**SIXTH:** The total number of votes cast for and against the amendment by each voting group entitled to vote (there being only one such voting group) on the amendment were as follows:

For: 100

Against: 0

DATED: June 29, 2001.

**MARKETING SOLUTIONS, INC.**

By: 

Its President

✓ This instrument prepared by:  
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SHELBY COUNTY JUDGE OF PROBATE  
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