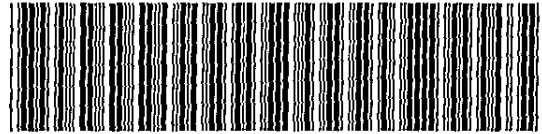


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FORT LAUDERDALE

"To God Be The Glory, Great Things He Has Done"

September 2, 2003

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

Reference: Project Teamwork 4KIDS of Broward, Inc.
Not for Profit - Filing of Articles of Amendment
Name Change to 4KIDS of South Florida, Inc.

Dear Sir or Madam:

Enclosed please find two fully executed original copies of the Articles of Amendment changing the name of the above referenced corporation to **4KIDS of South Florida, Inc.**

Also enclosed is a check in the amount of \$35.00 representing the applicable filing fee to process this Amendment.

Please return a copy of the Articles of Amendment marked filed to my office at your earliest convenience.

Thank you for your help in this matter.

Sincerely,

Paul R. Alfieri, Esq.

PRA/
Encl.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PROJECT TEAMWORK 4KIDS OF BROWARD, INC.**

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The Articles of Incorporation of Project Teamwork 4Kids of Broward, Inc. are amended as follows:

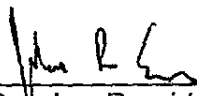
Article I - Name, shall be amended to read:

The name of this corporation shall be: **4KIDS of South Florida, Inc.**

All other Provisions of the Articles of Incorporation shall remain the same and in full force and effect.

SECOND: The date of adoption of the amendments was September 2, 2003.

THIRD: The amendments were adopted by the members and the number of votes cast for the amendments was sufficient for approval.



Douglas R. Sauder, President

September 2, 2003

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TALLAHASSEE, FLORIDA