P00000050704

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June 8, 2000

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-06/09/00--01070--005
*****35.00 *****35.00

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

500003282795--3
-06/09/00--01070--006
******8.75 ******8.75

Re: INGENUITY GIFTS, INC.
(P00000050704)
New Name: MACHO MAN, INC.

Enclosed herein please find the Articles of Amendment in connection with the above named corporation. Please file the document and return to me a stamped filed copy of the Articles. Please return proof of filing to this office in the enclosed Federal Express envelope for your convenience. I AM ALSO ENCLOSING HEREIN A CHECK IN THE AMOUNT OF $8.75 FOR A CERTIFICATE OF GOOD STANDING FOR THE NEW CORPORATE NAME OF MACHO MAN, INC. PLEASE RETURN THE CERTIFICATE OF GOOD STANDING WITH THE FILING RECEIPT FOR THE AMENDMENT.

Enclosed please find my firm's check in the amount of $35.00 for the states filing fee.

Thank you for giving this matter your attention.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -9 PM 2:48

Very truly yours,

Lawrence A. Kirsch

Lawrence A. Kirsch

LAK/ss
Enc.

Cathy Mitchell authorized to show date of adoption as of 6-7-2000.

Name Change
LFJ
6-16-2000

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN -9 PM 2:49

INGENUITY GIFTS, INC

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

NAME Change To: MACHO MAN, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 6/7/00.

FOURTH: Adoption of Amendment(s) (check one)

__ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

✓ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

__ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by Shareholders.
(voting group)

(continued)

Signed this 7 day of June ~~19~~, 2000.

MACHO MAN, INC

(Corporation Name)

By ELYCIA SOLKOFF

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)

Elycia Solkoff

(Typed or printed name)

President

(Title)