

PO3000022133

(Requestor's Name)

Changing Scenes, Inc.
P. O. Box 15994
Sarasota, FL 34277

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

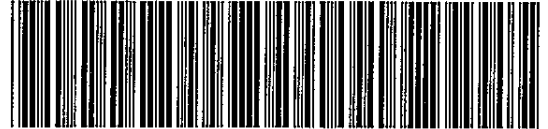
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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04/05/04--01028--003 **35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 APR 22 AM 8:43

FILED

4-2



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 13, 2004

CHANGING SCENES, INC.
PO BOX 15994
SARASOTA, FL 34277

SUBJECT: CHANGING SCENES, INC.
Ref. Number: P03000022133

We have received your document for CHANGING SCENES, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Anna Chesnut
Document Specialist

Letter Number: 804A00024172

RECEIVED
APR 22 AM 10:01
DIVISION OF CORPORATIONS

Changing Scenes

April 20, 2004

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

SUBJECT: Changing Scenes, Inc.

Document Number: P03000022133

Gentlemen:

The enclosed Articles of Amendment are submitted for filing. The \$35.00 fee for same has already been forwarded.

Please return all correspondence concerning this matter to the following:

Sandra L. Volpe, President
Changing Scenes, Inc.
P. O. Box 15994
Sarasota, FL 34277

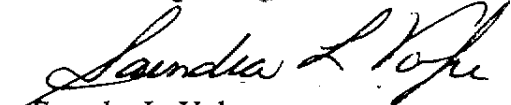
For further information concerning this matter, please call:

Sandra L. Volpe at (941) 929-9480

Thank you for your cooperation in this regard.

Sincerely,

Changing Scenes



Sandra L. Volpe
President & Resident Agent

Enclosure

Changing Scenes

March 31, 2003

Florida Department of State
Amendment Section
P. O. Box 6327
Tallahassee, FL 32314

RE: Removal "For Cause" Resolution

Gentlemen:

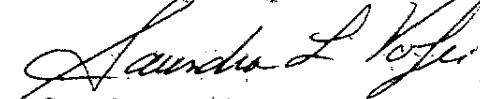
Enclosed is a Resolution for Changing Scenes, Inc. (Federal ID No. 59-3768693) regarding the removal of Linda L. Bogard from the records of the corporation "for cause". Also enclosed is check No. 1010 in the amount of \$35.00 representing the filing fee for said Resolution.

Please take whatever steps are necessary to enact the Resolution and remove Ms. Bogard's name from the corporate records.

Thank you for your cooperation in this regard.

Sincerely,

Changing Scenes



Sandra L. Volpe
President & Resident Agent

Enclosure

Articles of Amendment
to
Articles of Incorporation
of

Changing Scenes, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

PO3000022133

(Document number of corporation (if known))

FILED
04 APR 22 AM 8:43
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article VIII - Board of Directors

This corporation shall have one (1)
director, that being Sandra L. Volpe.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

The date of each amendment(s) adoption: March 31, 2004

Effective date if applicable: March 31, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) ~~was~~ were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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 _____"
(voting group)

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

Signed this 20th day of April, 2004.

Signature Saundra L Volpe
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Saundra L. Volpe
(Typed or printed name of person signing)

President
(Title of person signing)