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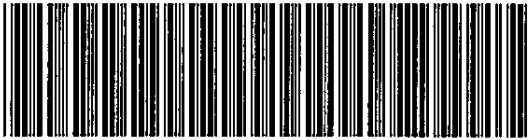
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 JAN 23 PM 12:04

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: WOODBY-RETFERFORD PRODUCTIONS, INC.

DOCUMENT NUMBER: P06000101940

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

TRACY H. WOODBY
(Name of Contact Person)

WOODBY PRODUCTIONS, INC.
(Firm/ Company)

938 TROPICAL PALM AVE.
(Address)

NORTH FORT MYERS, FLORIDA 33903
(City/ State and Zip Code)

For further information concerning this matter, please call:

TRACY H. WOODBY at (239) 265-2772
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|--|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|---|--|---|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Articles of Amendment
to
Articles of Incorporation
of**

WOODBY-RETFERFORD PRODUCTIONS, INC.

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

P06000101940

(Document number of corporation (if known))

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):

WOODBY PRODUCTIONS, INC.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

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

ARTICLE V : INITIAL OFFICERS AND/OR DIRECTORS

VICE PRESIDENT: TRACY H. WOODBY

(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)

(continued)

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DIVISION OF CORPORATIONS
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The date of each amendment(s) adoption: JANUARY 15, 2006

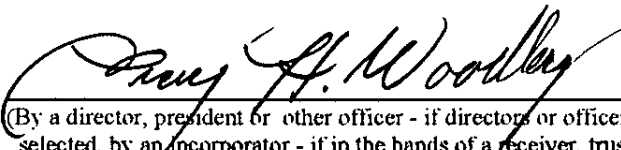
Effective date if applicable: JANUARY 18, 2006
(no more than 90 days after amendment file date)

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.

Signature 
(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)

TRACY H. WOODBY
(Typed or printed name of person signing)

PRESIDENT/VICE PRESIDENT/REGISTERED AGENT
(Title of person signing)

FILING FEE: \$35