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JUN 29 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 27, 1998

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Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

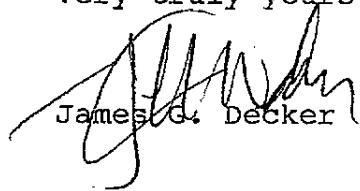
Re: Articles of Amendment to Articles of Incorporation

Dear Sir:

Enclosed for filing please find a set of Articles of Amendment to Articles of Incorporation in which Cooler Air, Inc. has changed its corporate name to Out of Business, Inc. Also enclosed is our check in the amount of \$35.00 in payment of the filing fee for these Articles.

Kindly advise of any further requirements you may have in connection with the foregoing.

Very truly yours,

  
James G. Decker

JGD:jm  
Enclosures

VS FEB 3 1998

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
COOLER AIR, INC.

FILED  
98 JAN 29 PM 12:10  
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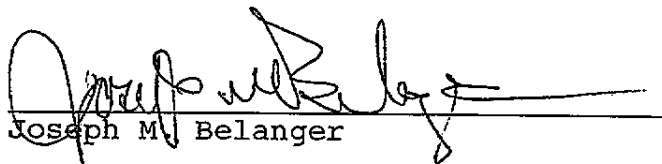
In compliance with Chapter 607, Fla. Stat., the undersigned, being a natural person, hereby acting as incorporator so that shareholder action is not required, does hereby adopt and file the following Articles of Amendment to the Articles of Incorporation.

Article I of the Articles of Incorporation hereby is amended to read as follows:

ARTICLE I

The name of the corporation ("Corporation") is Out of Business, Inc.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of January, 1998.

  
Joseph M. Belanger