

A970000078902



14718 Burntwood Circle Orlando Fl. 32826

(407) 592 - 3014

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-01/20/98--01026--009
*****35.00 *****35.00

To whom it may concern,

I have enclosed a document for the articles of amendment to articles of incorporation of Blue Marble Productions Inc. for your approval.

If needed you may reach me on these phone lines:

Office (407) 381 - 5999
Home (407) 380 - 7516
Cell (407) 592 - 3014

Thank you for your good work.

Sincerely,
Mr. Ricky Cottrell

FILED
98 JAN 20 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend nc

TLC JAN 20 1998

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Blue Marble Productions Inc.

(present name)

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

FIRST: Amendment(s) adopted:

ARTICLE - I The name of this corporation is:

Cottrell Kid's Club Inc.

(new name)

ARTICLE - II Principal office:

**14718 Burntwood circle
Orlando, Florida 32826**

(new location)

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:

NOT APPLICABLE

THIRD: The date of each amendment's adoption: **December 22, 1997**

FORTH: Adoption of amendment(s):

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 22 day of December, 1997

Signature: _____



Print: _____

Ricky Cottrell

Title: _____

Chairman, President, CEO

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TALLAHASSEE, FLORIDA