

P97000066643



ACCOUNT NO. : 072100000032
REFERENCE : 507304 80490A

AUTHORIZATION : *Patricia Project*
COST LIMIT : \$ 87.50

ORDER DATE : August 25, 1997

ORDER TIME : 10:20 AM

ORDER NO. : 507304-005

CUSTOMER NO: 80490A

400002276084--3

CUSTOMER: Ms. Cassie Smail
Pappas & Garcia, P.a.
Suite 540
225 E. Robinson Street
Orlando, FL 32802

DOMESTIC AMENDMENT FILING

NAME: AIRSTAR LIGHT UP BALLOONS USA,
INC.

EFFICTIVE DATE: *W91000019704*

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

*Didn't back-date
- new doc. not executed
until 9/3/97*

915
John
change
C.C.
97 SEP -4 PM 4:09
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
DIVISION OF ECONOMIC REGULATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 26, 1997

CSC
WARREN
TALLAHASSEE, FL

SUBJECT: AIRSTAR LIGHT UP BALLOONS USA, INC.
Ref. Number: P97000066643

RESUBMIT

Please give original
submission date as file date.

We have received your document for AIRSTAR LIGHT UP BALLOONS USA, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

If the amendment was adopted by the shareholders, then the chairman, any vice chairman of the board of directors, the president or any other officer must sign.

The document must contain the date of adoption, an effective date of up to 90 days in the future may also be specified.

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) 487-6957.

Joy Moon-French

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AIRSTAR LIGHT UP BALLOONS USA, INC.

FILED

97 SEP -4 PM 4:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator of AIRSTAR LIGHT UP BALLOONS USA, INC., hereby certifies that on the 21st day of August, 1997, the Incorporator without shareholder action, which was not required, approved a resolution amending the Articles of AIRSTAR LIGHT UP BALLOONS USA, INC., and that the following is a true and correct copy of said resolution:

"RESOLVED, that the Articles of Incorporation are hereby amended to read as follows:

Article I

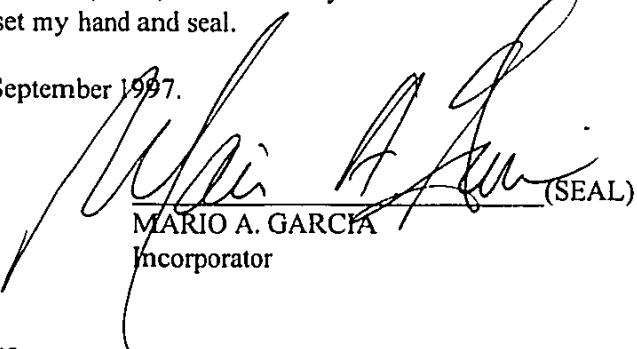
Name, Principal Place of Business and Duration

The name of the Corporation is **AIRSTAR LIGHTING BALLOONS USA, INC.** The principal place of business of the Corporation is 9600 Satellite Blvd., Suite 120, Orlando, Florida 32837. The duration of the Corporation is perpetual.

The adoption of this Amendment is effective as of August 21, 1997.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Amendment to Articles of Incorporation of AIRSTAR LIGHT UP BALLOONS USA, INC., and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

Executed this 3rd day of September 1997.



MARIO A. GARCIA
Incorporator

(SEAL)

Document number: P97000066643