

Law Offices of

KENNEDY & PYLE

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Trisha L. Dellinger

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P95000091272

September 24, 1999

Please Reply to the Main Office

Florida Department of State
Division of Corporations
Tallahassee, FL 32399

200002998412--5

-09/27/99-01173-002

*****35.00 *****35.00

Re: 1 Hour Photo, Inc.

Dear Sir:

Enclosed for filing please find the Articles of Amendment of Articles of Incorporation of Speedway Custom Photo Lab, Inc. reactivating the name of 1 Hour Photo, Inc.

Our check in the amount of \$35.00 is enclosed for the filing fee.

Sincerely,

Michael A. Pyle

Michael A. Pyle

MAP/ss
Encs.

FILED
99 SEP 27 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Sheila gave Authorization to
Correct Document, 10/1, SS*

N/C

V. SHEPARD OCT 4 1999

Secretary of State
Division of Corporation
Tallahassee, FL

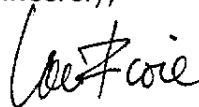
Re: 1 Hour Photo, Inc.

Dear Sir:

On July 9, 1999, 1 Hour Photo, Inc. changed its name to Speedway Custom Photo Lab, Inc. and now desires to reactivate their former name.

Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Louis Fiore". The signature is written in a cursive, flowing style.

Louis Fiore
President

/ss

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
SPEEDWAY CUSTOM PHOTO LAB, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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, originally filed on Nov. 30, 1995, and to the Articles of Amendment filed on July 6, 1999.

ARTICLE I - Name

The name of the corporation shall be: **1 Hour Photo, Inc.**

The amendment was approved by the shareholders and adopted by the board of directors.
The date of approval was September 24, 1999.

DATED this 24 day of September, 1999.

1 HOUR PHOTO, INC.

By: Louis Fiore
Louis Fiore, President