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TAN, INC.

2410 Success Drive, Unit 8 Odessa, FL 33556 Ph. (813) 376-7335 FAX (813) 376-7433

16 July, 1997

Division of Corporations PO Box 6327 Tallahassee, FL 32314

To Whom it May Concern,

Please find enclosed, the Articles of Amendment to Article of Incorporation of Thomas A. Nies, Inc.. Please forward all correspondence to the above address.

Thank you,

Mike Nies Director of Operations

N.C./Amend.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

	Thomas A.	Nies.	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: (indicate article number(s) being amended, added or deleted)

The bylaws of Thomas A. Nies, Inc. are being amended to change the name of the corporation from Thomas A. Nies, Inc. to TAN International, Inc.

97 JUL 17 PN 12: 51
SECRETARY OF STATE

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:

N/A

THIRD:	The date of each amendment's adoption: 16 Jul 1997
FOURTE	1: Adoption of Amendment(s) (CHECK ONE)
C	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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"
Ţ	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.
Signatur	Signed this 16th day of July , 19 97 e
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Thomas A. Nies
	Typed or printed name
	Title