

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0393 FAX

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 206661 4323852

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 31, 1996

ORDER TIME : 12:10 PM

ORDER NO. : 206661-005

CUSTOMER NO: 4323852

CUSTOMER: Mary Fendle, Legal Assistant
Dean Mead Egerton Bloodworth
Suite 1500
800 North Magnolia Avenue
Orlando, FL 32803

DOMESTIC AMENDMENT FILING

NAME: GOOD VIBRATIONS, INC.

EFFECTIVE DATE:

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: Deborah Schroder

EXAMINER'S INITIALS:

FILED
96 DEC 31 PM 4:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA
RECEIVED
6 DEC 31 AM 2:30
SIGN OF CORPORATION

112

Amend
CC

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF GOOD VIBRATIONS, INC.

FILED
96 DEC 31 PM 4:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is Good Vibrations, Inc. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the directors of the Corporation approved a resolution amending Item 3 of the Articles of Incorporation by written consent dated the 31st day of December, 1996, in accordance with the provisions of Section 607.0821 of the Florida Statutes, all of the shareholders of the Corporation approved a resolution amending Item 3 of the Articles of Incorporation by written consent dated the 31st day of December, 1996, in accordance with the provisions of Section 607.0704 of the Florida Statutes, and the number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval of said amendment. The following is a true and correct copy of the resolution amending Item 3 of the Articles of Incorporation:

RESOLVED, that Item 3 of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ITEM 3 - STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred thousand (100,000), of which ten thousand (10,000) shares having a par value of One Cent (\$0.01) per share shall be shares of Class A voting common stock and ninety thousand (90,000) shares having a par value of One Cent (\$0.01) per share shall be shares of Class B non-voting common stock.

The preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of each class, are as follows:

Each holder of Class A voting common stock of this Corporation shall be entitled to one (1) vote for each share of Class A voting common stock standing in his, her or its name at any and all meetings of the shareholders of this Corporation. Except as otherwise provided by law, no holder of Class B non-voting common stock shall be entitled to cast any vote on account of ownership of such stock.

Except for the difference in voting rights set forth above, the rights, preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of Class B non-voting common stock, shall be identical in all respects to those of the shares of Class A voting common stock. Accordingly, each share of common stock, both Class A voting and Class B non-voting, shall receive equal dividends if and when declared by the Board of Directors, and in the event of any liquidation, dissolution or winding up of this Corporation, the assets and funds of this Corporation shall be paid to and distributed equally among the holders of both the Class A voting and Class B non-voting common stock in proportion to the number of shares held by the holders of such shares."

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 31st day of December, 1996.

GOOD VIBRATIONS, INC.

By: Gerald F. Schiedel, Pres
Gerald F. Schiedel, President