

LAW OFFICES OF
RONALD L. DAVIS, P.A.

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September 17, 1997

FILED
97 SEP 19 PM 2:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800002298038--9
-09/19/97--01073--005
*****87.50 *****87.50

RE: ARTICLES OF AMENDMENT OF SING-A-SONG, INC.,

Gentlemen,

I am enclosing the above captioned Articles together with
a check for \$87.50 for a certificate changing Sing-A-Song, Inc.,
to Song Factory, Inc.

Thanking you for your kind attention to this matter, I
remain,

Very truly yours,


RONALD L. DAVIS, ESQ.

RLD/cad

N/C

V8 SEP 26 1997

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

FILED

97 SEP 19 PM 2:38

Pursuant to Section 607.187(1), Florida Statutes, the undersigned OF STATE
corporation adopts the following articles of amendment to its TALLAHASSEE FLORIDA
articles of incorporation.

FIRST

The name of the corporation is: SING-A-SONG, INC.

SECOND

The following amendment(s) to the articles of incorporation was
(were) adopted by the corporation:

CHANGE NAME OF CORPORATION TO SONG FACTORY, INC.

THIRD

The amendment(s) was (were) adopted by the shareholders of the
corporation on the 2ND day of Sept., 1997

SING-A-SONG, INC.

Corporation Name

BY: [Signature]
President or Vice President

BY: [Signature]
Secretary or Asst. Secretary

STATE OF FLORIDA

COUNTY OF DADE

Before me, the undersigned authority, personally appeared _____
HOWARD APPLIEDORF _____ to me well known to be the person(s) who
executed the foregoing articles of amendment to the articles of incorporation
and acknowledged before me, according to law, that he (she) made and subscribed
the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2ND day of Sept., 1997

[Signature]
Notary Public

Brigida Catania
Notary Public, State of Florida
Commission No. CC 659329
My Commission Exp. 06/29/2001
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.