Schwartz, Gold, Cohen, Zakarın & Kotler, P.A.

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MELODY E. STEINBERG RONALD M. ZAKARIN * GREGG H. GLICKSTEIN, OF COUNSEL

ALSO ADMITTED IN DISTRICT OF COLUMBIA AND NEW YORK

ALSO ADMITTED IN DISTRICT OF COLUMBIA AND PENNSYLVANIA

May 31, 2001

Secretary of State Corporate Records Bureau Division of Corporations Department of State 409 East Gaines Street Tallahassee, FL 32399

*****25.00

RE: ONLY KIDDING AROUND, LLC. - Filing of Articles of Amendment

Dear Sir/Madam:

Enclosed please find our law firm's check in the amount of \$25.00 to file the enclosed original Articles of Amendment for ONLY KIDDING AROUND, LLC, changing its name to LITTLE RASCALS, LLC Also enclosed is a self-addressed, stamped envelope for returning the Articles of Amendment. Thank you for your prompt attention to this matter.

Please call the undersigned at (561) 361-9600 should you have any questions.

Very truly yours,

SCHWARTZ, GOLD, COHEN, ZAKARIN & KOTLER, P.A.

By:

Claudia Liberman, Legal Assistant

/cII

Enclosures

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ARTICLES OF AMENDMENT

OF

ONLY KIDDING AROUND, LLC

The undersigned, Member of ONLY KIDDING AROUND, LLC, hereby makes and executes these Articles of Amendment of the Articles of Organization of ONLY KIDDING AROUND, LLC, for the purpose of amending Article I of the Articles of Organization. At a properly noticed and conducted meeting held on May 28, 2001, it was resolved by the directors and stockholders that Article I of the limited liability company be amended as follows:

Article I, entitled "Name", shall be amended to reflect the new name of the limited liability company to be LITTLE RASCALS, LLC. DATED this day of May, 2001. Witnesses: LITTLE RASCALS, LLC (f/k/a Only Kielding Around, LLC) Jed Kaplan, Member STATE OF FLORIDA)ss. COUNTY OF PALM BEACH The foregoing instrument was acknowledged before me this day of May, 2001, by Jed Kaplan, who is personally known to me (or who has produced FLA, Drivers as identification). Notary Public, State of Florida

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