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SALOMON, KANNER, DAMIAN & RODRIGUEZ, P.A.

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November 13, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
91 NOV 17 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Rybak-Pearson International Foundation for the Arts, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Amendment of Rybak-Pearson International Foundation for the Arts, Inc. changing the name to International Foundation for the Arts, Inc. Also enclosed find original and one copy of Meeting of the members of Rybak-Pearson International Foundation for the Arts, Inc.

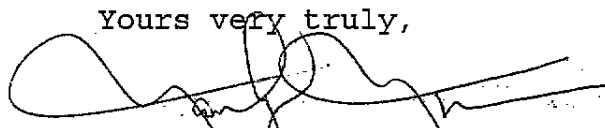
We would appreciate your filing these and sending us a certified copy with the applicable filing information in the enclosed self-addressed envelope. We are enclosing our firm check in the amount of \$87.50 to cover the following costs:

| | | |
|----------------|---------|-----------------------|
| Filing Fee | \$35.00 | 800002348428--2 |
| Certified Copy | 52.50 | -11/17/97--01042--004 |
| | | *****87.50 *****87.50 |

Total \$87.50

Thank you for your prompt attention to this matter.

Yours very truly,



Marilyn Moran
Certified Legal Assistant to
Vincent E. Damian, Jr.

Enclosures

Handwritten initials and date 11/19

ARTICLES OF AMENDMENT
OF
RYBAK-PEARSON INTERNATIONAL FOUNDATION FOR THE ARTS, INC.
CHANGING NAME TO
INTERNATIONAL FOUNDATION FOR THE ARTS, INC.

1. The name of the corporation is Rybak-Pearson International Foundation for the Arts,
Inc.

2. The text of the Amendment adopted is as follows:

"ARTICLE I
NAME

The name of the corporation is International Foundation for the Arts, Inc."

In all other respects the Articles of Incorporation remain as filed.

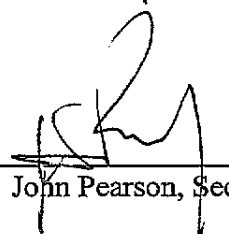
3. This Amendment was adopted by the Members of the Corporation on
November 4, 1997; all of the Members of the Corporation voted for the Amendment and that number
of votes is sufficient for approval.

Dated this 4th day of November, 1997

Rybak-Pearson International Foundation
for the Arts, Inc. (Seal)

By 
Shelly Pearson, President

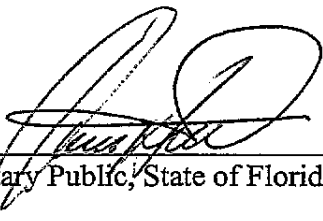
Attest:

By 
John Pearson, Secretary

FILED
97 NOV 17 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

Before me, the undersigned authority, personally appeared Shelly Pearson, as President and John Pearson, as Secretary of Rybak-Pearson International Foundation for the Arts, Inc. who executed the above on behalf of the corporation. Shelly Pearson and John Pearson are personally known to me or who produced a Florida Driver's License as proof of identification this 4th day of November, 1997.



Notary Public, State of Florida at Large

My Commission Expires:



KARIM AMIN
My Commission CC461562
Expires Jun. 23, 1999
Bonded by ANB
800-852-5878