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NAME: ST. PETERSBURG-CLEARWATER AREA FILM COMMISSI

AUDIT NUMBER.....H97000009154

DOC TYPE.....BASIC AMENDMENT

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ST. PETERSBURG-CLEARWATER AREA FILM COMMISSION, INC.

Pursuant to Sections 617.1002 and 617.1006 of the Florida Statutes, and pursuant to the provisions of Article XI of the Articles of Incorporation, the Articles of Incorporation of ST. PETERSBURG-CLEARWATER AREA FILM COMMISSION, INC. (the "Corporation") are hereby amended as follows:

1. Article I is hereby amended by deleting the current provisions of Article I in their entirety and substituting in their place the following:

"The name of the Corporation shall be:

ST. PETERSBURG-CLEARWATER AREA FILM COMMISSION, INC."

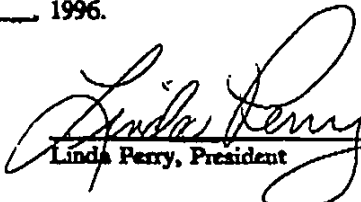
2. Article V is hereby amended by deleting the current provisions of Article V in their entirety and substituting in their place the following:

"The Corporation shall be governed by a Board of Directors who shall possess the sole voting rights with respect to the Corporation. The number of directors shall be that number that is specified in the Bylaws of the Corporation from time to time; provided, however, such number shall never be less than three (3) directors. The directors shall be selected as provided in the Bylaws of the Corporation."

3. Except as hereby amended, the Articles of Incorporation of the Corporation are hereby ratified and affirmed.

4. No members of the Corporation are or were entitled to vote on the aforementioned amendments, and in accordance with the provisions of Article XI of the Articles of Incorporation of the Corporation, a majority of the directors of the Corporation duly adopted the aforementioned amendments on Aug. 16, 1996, 1996.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment this 16th day of August, 1996.


Linda Perry, President

This instrument prepared by:
Morris A. LeCompte, FLA BAR No. 0286761
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