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SHUMAKER, LOOP & KENDRICK, LLP

ATTORNEYS AT LAW

BARNETT PLAZA - SUITE 2800

101 EAST KENNEDY BOULEVARD

TAMPA, FLORIDA 33602

TOLEDO OFFICE

NORTH COURTHOUSE SQUARE
1000 JACKSON

TOLEDO, OHIO 43624-1573

(419) 241-9000

FAX (419) 241-6894

(813) 229-7600

FAX (813) 229-1690

MAILING ADDRESS

POST OFFICE BOX 172609

TAMPA, FLORIDA 33672-0609

CHARLOTTE OFFICE

227 WEST TRADE STREET

SUITE 2150

CHARLOTTE, NORTH CAROLINA 28202

(704) 378-2057

FAX (704) 332-1197

WRITER'S DIRECT DIAL NUMBER:

(813) 227-2263

May 27, 1997

Florida Secretary of State
409 East Gaines
Tallahassee, FL 32399

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*****35.00 *****35.00

Re: African Heritage Wax Museum, Inc.
Our File No. A18518/85250

Dear Sir/Madam:

Enclosed please find for filing the Articles of Amendment to Articles of Incorporation of African Heritage Wax Museum, Inc., together with a check for the required filing fee of \$35.00. Upon filing of the enclosed Articles, please forward to us a file-stamped copy.

If you have any questions please feel free contact

Sincerely,

Amy Recchio

Amy W. Recchio
Legal Assistant

AMY

AWR/alg AUTHORIZATION BY PHONE TO
Enclosures

CORRECT

DATE

800: ENCL

FILED
97 JUN -2 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
6/16

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION

OF

AFRICAN HERITAGE WAX MUSEUM, INC.

FILED
97 JUN -2 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.1006 of the Florida Statutes, AFRICAN HERITAGE WAX MUSEUM, INC., a not for profit corporation organized and existing under and by virtue of the laws of the State of Florida (the "Corporation"), does hereby certify:

Name. The name of the Corporation is **African Heritage Wax Museum, Inc.**

Amendments Adopted. The amendment adopted provides for the Corporation to decrease its number of directors from four to three.

Text of Amendments. Article VII is hereby amended by deleting such Article VII and substituting the following new Article VII which reads as follows:

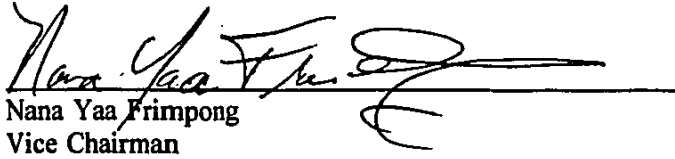
The Corporation shall have three (3) director. The number of directors constituting the Board and the manner in which directors are elected or appointed shall be as provided in the Bylaws of the Corporation; provided, however, that there shall never be less than three (3) directors. The names and addresses of the Board of Directors who shall serve until their successors are duly appointed or elected are as follows:

<u>Name</u>	<u>Address</u>
Nana Yaa Frimpong	2714 West North "A" Street Tampa, Florida 33609
Oloye Akinloba	5328 S.W. 88th Court Gainesville, Florida 32608
Cornelius Ganyo	828 West Second Street #A Tempe, Arizona 85281

Adoption of Amendments. The foregoing amendment was approved and adopted by unanimous written consent of the Board of Directors on May 20, 1997. The Corporation does not have any members and therefore member approval is not required.

Effective Date. The effective date of the amendments herein certified shall be the date of filing these Articles of Amendment to Articles of Incorporation with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned Vice Chairman of the Corporation has executed these Articles of Amendment to Articles of Incorporation as of the 22nd day of May, 1997.


Nana Yaa Frimpong
Vice Chairman