## May 9, 2000

Susan Payne Division of Corporations PO Box 6327 Tallahassee, FL 32314

Re: Untouchable Promotions filing fee

Dear Miss Payne:

Enclosed, please find payment for Untouchable Promotions filing fee. The bank account for the initial payment dated January 3, 2000 was closed unexpectedly. We apologize for the inconvenience.

If you have any questions, please contact me at (407) 625-7836.

Kind Regards

Michael Blumstein

President

Cc: Fred Barnes

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Mc Amend 5. Payre 5/16/00

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED 00 MAY 16 PM 2: 38

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Untouchable	Promotions,	Inc.
	(present name)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

O Article III Change from 100 to 1000 shares

De Change Registerel Agent to Frederick C. Barnes, Esq. 112 East Concord Street Orlando, 71 32801

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: April 14, 2000.		
FOURTE	: Adoption of Amendment(s) (CHECK ONE)		
Ę	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval byvoting group"		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signed this 14th day of April , 2000.			
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)			
OR			
(By a director if adopted by the directors)			
OR			
	(By an incorporator if adopted by the incorporators)		
	Michael Blungtein Typed or printed name		
President Title			

Subject: UNTOUCHABLE PROMOTIONS, INC. Ref. #: P00000008904

Dear Sir or Madam:

This is to accept the appointment as registered agent for the above corporation. I understand the obligations of a registered agent.

Thank you for your attention in this matter.