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March 9, 2000

VIA OVERNIGHT DELIVERY

Florida Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

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-03/10/00--01122--001
*****35.00 *****35.00

RE: TROPICAL SCENES & THINGS, INC.
NAME CHANGE TO CRAFTS ENTERPRISES, INC.

Dear Sir/Madam:

I have enclosed for your review and filing the original and one (1) copy of the Amendment to Articles of Incorporation for TROPICAL SCENES & THINGS, INC., and a check in the amount of \$35.00 payable to The Florida Department of State for the filing fee

Please return a copy of the Certificate of Incorporation to this office.

Thank you for your prompt attention to and cooperation in this matter.

Very truly yours,

By:

Stephen F. Voigt, Esq.

SFV/mmz
Enclosures

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

00 MAR 10 AM 9:27

FILED

NC
3-21-00
PKS

AMENDMENT TO
ARTICLES OF INCORPORATION

OF

TROPICAL SCENES & THINGS, INC.

TO

CRAFTS ENTERPRISES, INC.

FILED

00 MAR 10 AM 9:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, TROPICAL SCENES & THINGS, INC., with its principal office at 13438 COLONY SQUARE DRIVE, APT. 2221, ORLANDO, FLORIDA 32837, was duly incorporated as a corporation for profit under Chapter 607 Florida Statutes, and assigned document number P00000010521, on January 25, 2000, and;

WHEREAS, the undersigned THOMAS C. CRAFTS is the sole shareholder, and President and Treasurer and Secretary, of said corporation, which has no directors, as of this date, and

WHEREAS, it is the intent of the undersigned to amend the Articles of Incorporation of TROPICAL SCENES & THINGS, INC., in order to change the name of said corporation to CRAFTS ENTERPRISES, INC., therefore,

W I T N E S S E T H :

ARTICLE ONE - NAME of the Articles of Incorporation of TROPICAL SCENES & THINGS, INC., is hereby amended to read as follows:

ARTICLE ONE - NAME

The name of this corporation is CRAFTS ENTERPRISES, INC.

This Amendment shall be effective upon the filing of these Articles of Amendment by the State of Florida, Department of State.

WITNESS my hand and seal at Sarasota, Sarasota County, Florida this 25th day of February, 2000.


THOMAS C. CRAFTS, PRESIDENT

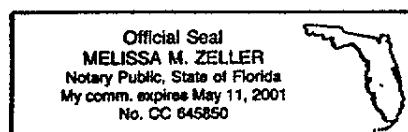
I CERTIFY that THOMAS C. CRAFTS is the record owner of all of the outstanding shares of stock, and is the current President and Treasurer and Secretary of TROPICAL SCENES & THINGS, INC., which has no directors, and has approved and adopted the above Amendment to Articles of Incorporation on February 25, 2000.


THOMAS C. CRAFTS, PRESIDENT

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME personally appeared THOMAS C. CRAFTS to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to me and before me that the executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 25th day of February, 2000.




Notary Public

MY COMMISSION EXPIRES _____ PRINT NAME _____