P0000017331



September 8, 2000

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Amendment to Article for the Bronzing Room, Inc.

Dear Sir or Madam:

Please find enclosed the Articles of Amendment form that removes myself as a director and changes the corporate address.

Effective July 20, 2000, J. Bard McLean is the sole director of the Bronzing Room, Inc.

Should you have any questions, please do not hesitate to call me at 904-318-3166.

Sincerely,

Scott Taccati

1-97-1

SCOTT TACCATI 12901 BIGGIN CHÜRCH RD JACKSONVILLE, FL 32724

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

00 SEP 12 AM 8: 22

 	(preser	t name)	
 THE	BRONZING	Koom	TNC MELAHASSEE, FLORIDA
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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)

AMENDMENT TO ARTICLE ADDRESSINGDIRECTORS AND STOCK OWNERSHIP:

WHEREAS DUE TO SALE OF SCOTT TACCATI'S
STOCK IN THE BRONZING ROOM, INC. TO

J. BARD MCLEAN, THE SOLE DIRECTOR OF
THE BRONZING ROOM, INC. 18 J. BARD MCLEAN
EFFECTIVE JULY 20, 2000.

2. AMENDMENT TO ARTICLE ADDRESSING CORPORATE ADDRESS:

THE ADDRESS EFFECTIVE 7-20-2000 15 WINDSOR COMMONS SHOPPING CENTER

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:

4765 HODGES BLVE

SUITE 15 JACKSONVILLE, FLA. 32224

THIRD: The date of each amendment's adoption: 7-20-2000

FOURTH: Adoption of Amendment(s) (CHECK ONE)

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		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 by"
		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.
Signat		gned this
		OR
		(By a director if adopted by the directors)
		OR .
		(By an incorporator if adopted by the incorporators)
		Scott TACCATI Typed or printed name
		DIRECTOR
		Title