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00 OCT 30 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KELLY B. PLANTE, ESQUIRE

October 30, 2000

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

To Whom It May Concern:

Enclosed for filing, please find **ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION**, along with a check in the amount of \$43.75 for the applicable filing fees and fees to obtain a **CERTIFIED COPY** of the **ARTICLES OF AMENDMENT** for the following entity:

Studio Op's, INC.

Document Number: P00000022207

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Upon receipt, please "date-stamp" the copy of the letter provided and call Ann Cotroneo at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Kelly B. Plante

Kelly B. Plante

N.C.

G. COULLETTE OCT 30 2000

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
STUDIO OP'S, INC.**

The undersigned, Hugh E. Darley, Jr., President of STUDIO OP'S, INC., a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is STUDIO OP'S, INC.

ARTICLE SECOND: ARTICLE I of the existing Articles of Incorporation is hereby amended by deleting the existing ARTICLE I in its entirety and restating it as follows:

"ARTICLE I - NAME

The name of this corporation is TROPICAL BRAINSTORM, INC."

ARTICLE THIRD: These Articles of Amendment to the Articles of Incorporation shall become effective upon filing with the Florida Department of State.

ARTICLE FOURTH: The foregoing amendment to the Articles of Incorporation reflected in Article Second above was duly adopted and approved by both the Board of Directors and the shareholders of the Corporation by unanimous written consents to action in lieu of special meetings, each consent dated as of October 4, 2000, and the necessary number of shares as required by statute were voted in favor of the amendment.

These Articles of Amendment to the Articles of Incorporation were duly adopted in accordance with Sections 607.1003 and 607.1006 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to the Articles of Incorporation to be duly executed by its President as of the 6th day of October, 2000.

STUDIO OP'S, INC., a Florida corporation

By: _____

Hugh E. Darley, Jr., President

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