

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Creative Pockets, Inc.

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*****43.75 *****43.75

file *1st*

RECEIVED

01 JUN 21 AM 11:24

**DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA**

*Amend
6-21-01
MS*

Signature _____

Requested by: *CD*

Name _____

Date *6-21-01*

Time *11:00*

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

☒ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

**RECEIVED
DEPT. OF STATE
TALLAHASSEE, FLORIDA**

01 JUN 21 PM 12:37

FILED

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CREATIVE POCKETS, INC.**

FILED
01 JUN 21 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Section 607.1006 of the Florida Statutes, this Florida for profit corporation, and its shareholders and directors, adopt the following articles of amendment to its articles of incorporation:

1. Amendment Adopted:

The following article is hereby added as Article VI:

ARTICLE VI
PREEMPTIVE RIGHTS

PREEMPTIVE RIGHTS: Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

2. The date of adoption for this amendment is May 11, 2001.
3. The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 11th day of May, 2001.

**CREATIVE POCKETS, INC., a Florida
Corporation**

By: _____

MASON R. HERZOG, President