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WALTER B. SHURDEN, P.L.

Attorney At Law  
611 Druid Road East, Suite 512  
Clearwater, Florida 33756

727-443-2708

Fax 727-461-2433

September 19, 2000

Secretary of State  
State of Florida  
Division of Corporations  
Bureau of Corporate Records  
409 E. Gaines Street  
Tallahassee, FL 32301

Re: S & S VIDEOS, INC.

Dear Sir/Madam:

100003403951--0  
-09/26/00--01030--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed please find an original and one copy of the Articles of Amendment to be filed for the above-named Corporation. In addition, I have enclosed my check payable to the Secretary of State in the amount of \$35.00 for the filing fee.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

*Walter B. Shurden*

Walter B. Shurden

Enclosures

FILED  
00 SEP 25 PM 6:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*n/c Amend*

T BROWN SEP 29 2000

**ARTICLES OF AMENDMENT OF**  
**S & S VIDEOS, INC.**

**FILED**  
00 SEP 25 PM 6:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED**, WALTER B. SHURDEN, being the Vice President and Assistant Secretary, of S & S VIDEOS, INC., does hereby certify that the following Amendment to the Articles of Incorporation of S & S VIDEOS, INC. was approved by the Stockholders of said Corporation on the 18th day of September, 2000, at a duly called meeting of the Stockholders and Directors of the Corporation.

The Articles of Incorporation of S & S VIDEOS, INC. are hereby amended as follows:

1. Article I is hereby deleted and the following is inserted in lieu thereof:

**ARTICLE I**

1. The name of the Corporation shall be BEACH BUM MEMORY, INC.
2. All amendments included herein were adopted pursuant to Section 607.1006, F.S., and there is no discrepancy between the Corporation's Articles of Incorporation as theretofore amended other than the inclusion of these amendments and the omission of matters of historical interest.
3. This Amendment has been approved by unanimous consent of all of the Shareholders of the Corporation who are entitled to vote.
4. This Amendment shall be effective upon its filing with the Secretary of State, State of Florida.

**IN WITNESS WHEREOF**, the undersigned do hereunto set their hands this 18th day of September, 2000.

BEACH BUM MEMORY, INC.

By: Walter B. Shurden (SEAL)  
WALTER B. SHURDEN

Vice President

ATTEST: Walter B. Shurden (SEAL)  
WALTER B. SHURDEN  
Assistant Secretary