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CIRCUIT COURT MEDIATOR
COUNTY COURT MEDIATOR

September 5, 2000

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*****87.50 *****43.75

SECRETARY OF STATE
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314
ATTENTION: AMENDMENT SECTION

Re: PERFECT TAN, INC.

Gentlemen:

Please find original and one copy of the Articles of Amendment, reference above, along with check # 32002 in the amount of \$87.50 representing \$35.00 for the Amendment, and \$52.50 for a certified copy of the Amendment.

Please return the certified copy of the Amendment to this office. Enclosed is self-addressed, stamped envelope for your convenience.

Very truly yours,

Jerome L. Teppes, Esq.

Phyllis Shechtman GAVE

AUTHORIZATION BY PHONE TO

CORRECT

1st para Rem. Broker Bob Properties

DATE

9-18-00

DOC. EXAM.

Remove initial wherever necessary.

JLT/ps.

enclosures: as noted

CORP\MTRUS.AMD

FILED
00 SEP -8 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ac 9/18
Amend

AMENDMENT TO ARTICLES OF INCORPORATION
OF
PERFECT TAN, INC.

The following provisions of the Articles of Incorporation of PERFECT TAN, Inc., a Florida corporation, filed in Tallahassee, Florida on July 10, 2000, be and hereby are amended as follows:

ARTICLE VII - BOARD OF DIRECTORS: The board of directors shall be TRACY A. EGLER, 2115 K Spring Harbor Drive, Delray Beach, Florida 33445 and JEFFREY P. EGLER, 2115 K Spring Harbor Drive, Delray Beach, Florida 33445.

WHEREOF, the undersigned have executed these Articles of Amendment this 6th day of September, 2000.

The foregoing Amendment was unanimously adopted by a vote of 100% of the shareholders (JEFFREY P. EGLER - 90% shareholder and TRACY A. EGLER - 10% shareholder) on the 6th day of September 2000; the vote was sufficient for approval.

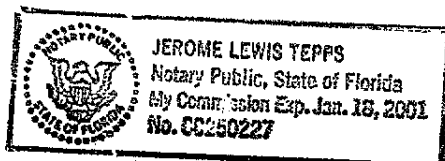
Tracy A. Egler
TRACY A. EGLER
Secretary/Director

Jeffrey P. Egler
JEFFREY P. EGLER
President/Director

STATE OF FLORIDA)
COUNTY OF BROWARD)

THE FOREGOING instrument was acknowledged before me this 6th day of September, 2000 by TRACY A. EGLER and JEFFREY P. EGLER, who are personally known to me or who produced Florida Driver Licenses as identification and who did take an oath, and they acknowledged before me that they executed the foregoing for the purposes intended therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County above mentioned, this 6th day of September, 2000.



By: [Signature]
NOTARY PUBLIC/STATE OF FLORIDA
My Commission Expires:

FILED
00 SEP -8 AM 9:32
TALLAHASSEE, FLORIDA
SECRETARY OF STATE