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January 25, 2001

Secretary of State  
Department of Corporations  
Post Office Box 6327  
409 East Gaines Street

Re: Redfish Graphics, Inc.  
Articles of Amendment

Ladies and Gentlemen:

Please find enclosed Articles of Amendment to Articles of Incorporation of Redfish Graphics, Inc. regarding a name change of the Corporation and a check in the amount of \$35.00 for payment of the filing fee.

Once the Articles of Amendments have been filed, please return a copy to this office in the postage paid envelope I have enclosed for your convenience. If you have questions, please advise.

Sincerely,

Secretary to James D. Ryan

Encl.  
ad

FILED  
01 JAN 29 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N/C + Amend

T BROWN JAN 31 2001

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

REDFISH GRAPHICS, INC.

FILED  
01 JAN 29 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(present name)

*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)**

Article I., name and address is amended as follows:

The name of this corporation is Carter Rhoads, Inc. and the principle place of business and mailing address of the corporation is 318 South Dixie Highway, West Palm Beach, Florida 33401

**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:**

**THIRD: The date of each amendment's adoption:** November 22, 2000

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

- (X) The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ( ) The amendment(s) was/were approved by the shareholders through voting groups.

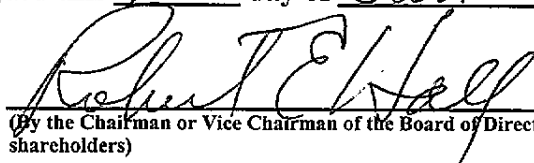
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"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.

Signed this 12 day of Jan, 2001

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President, or other if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ROBERT E. HALL

Typed or printed name

PRESIDENT

Title