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DIVISION OF CORPORATIONS

**BASIC AMENDMENT
BRADBURY & CO. III, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF FIRST AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BRADBURY & CO. III, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: The following Amendments are adopted:

ARTICLE I - NAME - The name of the corporation shall be changed to FLORIDA EAST COAST AMUSEMENTS, INC.

ARTICLE IV - CAPITAL STOCK - This article shall be amended to read, "The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 10,000,000 shares of common stock with a par value of one cent (\$.01) per share."

SECOND: Adoption Date

The date of the amendment's adoption shall be effective on September 8, 2003.

THIRD: Adoption of Amendment

This amendment was adopted by the sole shareholder, who cast the necessary vote to pass the Amendment.

Signed this 1 day of September 2003.


Richard Bradbury, President & Sole Stockholder

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