

**CLASS CLOWN OF NAPLES, INC.**

1400 Goodlette Road North  
Naples, Florida 34102  
239-263-3332

PO20000004091

June 10, 2002

Amendment Section  
Division of Incorporations  
409 East Gaines Street  
Tallahassee, Florida 32314

Dear Sirs:

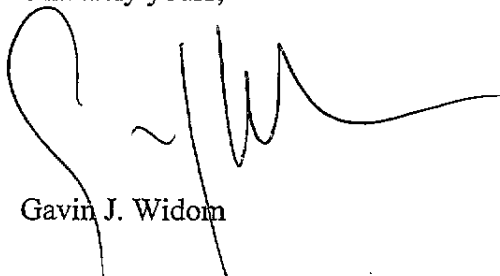
Enclosed are articles of amendment to the articles of incorporation of CLASS CLOWN OF NAPLES, INC. and a check in the amount of \$70 for the filing fees. These amendments are made to change the shareholders and officers of the corporation and the registered agent. Please process these amendments and forward the notice of change to:

Gavin J. Widom  
1400 Goodlette Road North  
Naples, Florida 34102

000006354740--0  
-07/12/02--01044--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Should you need anything additional to effect this change, please contact me at the number above.

Sincerely yours,



Gavin J. Widom

FILED  
02 JUL 29 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

T BROWN JUL 30 2002



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 19, 2002

GAVIN J. WIDOM  
CLASS CLOWN OF NAPLES, INC.  
1400 GOODLETTE ROAD NORTH  
NAPLES, FL 34102

SUBJECT: CLASS CLOWN OF NAPLES, INC.  
Ref. Number: P02000004091

We have received your document for CLASS CLOWN OF NAPLES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The name and title of the person signing the document must be noted beneath or opposite the signature.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown  
Corporate Specialist

Letter Number: 702A00044427

RECEIVED

02 JUL 29 AM 9:02

DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
CLASS CLOWN OF NAPLES, INC.**

**FILED**  
02 JUL 29 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: Article V - PRINCIPAL OFFICE, REGISTERED OFFICE, & MAILING ADDRESS is amended to:

Registered Agent: Gavin J. Widom  
R/A Address: 1400 Goodlette Road North  
Naples, Florida 34102  
R/A Phone: 239-263-3332

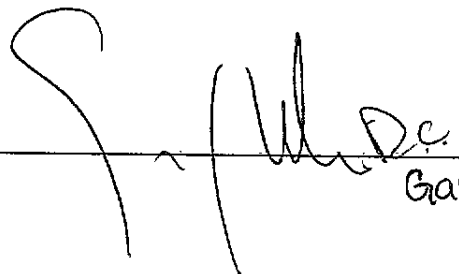
SECOND: Amendment adopted: Article VII - INCORPORATORS, SUBSCRIBERS, STOCKHOLDERS AND OFFICERS is amended to:

Officer/Director: Gavin J. Widom  
Position(s): President, Secretary, Vice President, Treasurer  
Address: 1400 Goodlette Road North  
Naples, Florida 34102

THIRD: The date of the amendment's adoption is June 10, 2002.

The amendment was adopted by the Director(s)/Shareholder(s). The number of votes cast for the amendment was sufficient for approval.

Signed this 14 day of June, 2002

  
Gavin J. Widom  
President

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH  
PROCESS MAY BE SERVED**

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the following is submitted in compliance with said act:

That, CLASS CLOWN OF NAPLES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the County of COLLIER, State of Florida, has named Gavin J. Widom, located at 1400 Goodlette Road North, Naples, Florida 34102, County of COLLIER, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT**

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Gavin J. Widom

  
\_\_\_\_\_  
Date 7/24/02