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July 22, 2002

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Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32314

RE:

Kaleidoscope Images Acquisition, Inc.

Date of Incorporation: April 26, 2002

Document No.: P02000033286

20006633002---6 -07/25/02--01009--007 *****35.00 *****35.00

Dear Sir/Madam:

200006633002--6 -07/25/02--01009--008 ******8.75 ******8.75

Enclosed for filing please find the executed original Articles of Amendment to Articles of Incorporation of Kaleidoscope Images Acquisition, Inc. along with our checks in the amount of \$35.00 for the filing fee and \$8.75 for a certificate copy of same.

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

Very truly yours,

LANGFORD & HILL, P.A.

E. C. Langford

PILED

02 JUL 25 AM 10: 2

SECRETARY OF STATE
AND ASSECT FROM

ECL/pac

Enclosures

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

FILED 02 JUL 25 AM 10: 22 TALLAHASSEE, FLORIDA

KALEIDOSCOPE IMAGES ACQUISITION, INC. (Document Number P02000033286)

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:

adopts the following articles of amendment to its articles of incorporation:			
FIRST:	Amendment adopted:		
	Article I.	Name:	The name of the Florida corporation is hereby changed from Kaleidoscope Images Acquisition, Inc. to Kaleidoscope Images, Inc.
SECOND:	The date of the amendment's adoption: July 19, 2002.		
THIRD:	Adoption of Amendment: [check one]		
		The amenda	ment was approved by the shareholders. The number of votes amendment was sufficient for approval.
		groups. <i>The followi</i>	ment was approved by the shareholders through voting ing statement must be separately provided for each voting led to vote separately on the amendment:
	"The number of votes cast for the amendment was sufficient for approval by" (Voting group)		
		The amend shareholder	lment was adopted by the board of directors without action and shareholder action was not required.
			nent was adopted by the incorporators without shareholder hareholder action was not required.
		Signed this	19 day of July, 2002.
			Philip Langiord, President