

P02000037388

Florida Department of State
Division of Corporations
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From: Account Name : MINTMIRE & ASSOCIATES
Account Number : I19990000043
Phone : (561)832-5696
Fax Number : (561)659-5371

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**BASIC AMENDMENT
POWER HOSPITAL MEDIA, INC.**

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
POWER HOSPITAL MEDIA, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of section 607.1006, Florida Statutes, this 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 The name of the corporation shall be changed from **POWER HOSPITAL MEDIA, INC.** to **POWER PHOTO BABY KIOSKS, INC.** The principal place of business of this corporation shall remain 265 Sunrise Avenue, Suite 204, Palm Beach, FL 33480.

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:

n/a

THIRD: The date of each amendment's adoption: April 10, 2002

FOURTH: Adoption of Amendment(s) check one:

_____ 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.

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Mintmire & Associates
Donald F. Mintmire
265 Sunrise Ave., #204
Palm Beach, FL 33480
(561) 832-5696
Florida Bar #402435

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The following statements 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 _____"
(Voting Group)

_____ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

X The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 10th day of April 2002.

BY:

Donald F. Mintmire
(By the Chairman or Vice Chairman of the Board of Directors, President, or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Donald F. Mintmire

Typed or printed Name

Incorporator

Title

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Mintmire & Associates
Donald F. Mintmire
265 Sunrise Ave., #204
Palm Beach, FL 33480
(561) 832-5696
Florida Bar #402435