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June 28, 2002

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: DANCING DRANGON FLYS, INC.

Dear Sir/Madam:

Enclosed, please find the original of the Articles of Amendment to Articles of Incorporation for Dancing Drangon Flys, Inc., along with a check for \$35.00 for the filing fee. Please file same.

Please call me if you have any questions or concerns regarding this matter.

Sincerely,

Jerome D. Mitchell JDM:mwk

Enclosure

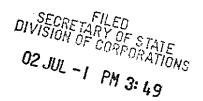
cc: Karen Bradsher

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800006119078--313 -07/01/02--01042--002 *****35.00 *****35.00

Amend. & N/C

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



| Danking | Drangon | Flys, | Inc. |
|--------------|---------------------------|------------|------|
| | (present name) | | |
| PO2000066423 | | | |
| (Docum | ent Number of Corporation | (If known) | - 4 |

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 of Corporation) is hereby amended to change the name of the Corporation to:

"Dancing Dragonflys, Inc."

ARTICLE X (Board of Directors) is hereby amended to add the following director:

Director: Michael P. Johnson

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:

NIA

| THIRD: | The date of each amendment's adoption: $6/26/02$. |
|-----------|---|
| FOURT | I: Adoption of Amendment(s) (CHECK ONE) |
| C | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. |
| C | 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 |
| | (voting group) |
| Ţ | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. |
| Þ | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. |
| | Signed this 26^{+} day of 5 me , 2002 . |
| Signature | |
| | (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) |
| | Terome D. m. +cheil (Typed or printed name) |
| | Incorporator (Title) |