P030002038,

(Re	equestor's Name)	
(Ad	ldress)	
(Ad	ldress)	:
(Cit	ty/State/Zip/Phone	⇒#)
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AMEND 19

TRANSMITTAL LETTER

TO: Amendment Section

Division of Corporations

PO Box 6327

Tallahassee, FL 32314

Attn: Karen Gibson

Re: After Dark, Inc.

Document #P0300020387

Thank you for your assistance. Following is our explanation:

Amendment filing fee is \$35, our account should show a credit balance of 1. \$26.25, and we have enclosed a check for the difference of \$8.75:

A. 5/12/2003 - we mailed a UBR form in error with a check for \$61.25 which created a credit to our account:

Date:

- В. 6/03/2003 - we mailed amendment articles requesting the \$35.00 fee to be deducted from our existing credit above;
- C. 11/21/2003- we now are amending the articles for the final time and should have a \$26.25 credit in our account and are hereby requesting the \$35 fee be deducted from our balance + our check for \$8.75 = \$35.00 fee.
- 2. Within that Amendment is the acceptance of the new and the resignation of the old Registered Agent.

Thank you for your assistance,

Jamie D. Bramer

c/o 863-357-3339 (JoAnn)

TRANSMITTAL LETTER

то:	Amendment Section Division of Corporations PO Box 6327 Tallahassee, FL 32314	Date:	11/21/2003		
SUBJ	ЕСТ:	After Dark, Inc.			
DOCL	IMENT NUMBER:	P03000020387			
	nclosed Resignation of Registere Please return all correspondence				
	Jamie D. Bramer (Name of person)	· ·			
	After Dark, Inc. (Name of corporation)				
	2638 Gately Drive, East #32		,		
	(Address)				
·····	West Palm Beach, FL 33415 (City/State/Zip code)	- 11 Ex			
For further information concerning this matter, please call:					
	Jamie Bramer, c/o JoAnn (Name of person)	At (863) (Area code 8	357-3339 daytime telephone no)		
Enclosed is a check made payable to the FLORIDA DEPARTMENT OF STATE for \$35 for an administratively dissolved, voluntarily dissolved or withdrawn corporation.					

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION OF

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF AFTER DARK, INC. (present name)				
AFTER DARK, INC.				
P03000020387				
(Document number of corporation if known)				
Pursuant to the provisions of section 607.1006, FL 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)				
Changing in Article III - Number of Shares is hereby amended to 100% Jamie D. Bramer				
Changing in Article IV - Board of Directors is amended to Jamie D. Bramer, Director (c/o 2638 Gately Drive East, #32, West Palm Beach, FL 33415)				
Changing in Article V - Registered Agent is amended to Jamie D. Bramer (c/o 2638 Gately Drive East, #32, West Palm Beach, FL 33415)				
ALSO:				
I, Jamie D. Bramer, hereby accept my appointment as Registered Agent for said corporation and agree by signing here:				
ALSO:				
1, Barbara Bobbitt, hereby resign by designation as Registered Agent for said corporation and agree by signing here:				

If an amendment provides for an exchange, reclassification or cancellation of issued shares, SECOND: provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Issued shares:

Issued shares are amended as stated in Article III above to:

100% Barbara Bobbitt

THIRD:	The date of each amendment's adoption: November	21, 2003			
FOURTH:	Adoption of Amendment(s) as follows:				
	The amendment(s) were adopted by the Board of shareholder action and shareholder action was not				
Signed this	21 day of <u>November</u>	, 2003.			
Signature: _	Jamie D. Bramer	_			
	(By the chairman or vice chairman of the board of directors, pre-	sident or other officer)			
Printed Nam	ne of Officer: <u>Jamie D. Bramer</u>				
Signature of	Director: James Bramer	<u> </u>			
Printed Nam	ne of Director: Jamie D. Bramer		- <u>-</u> -		