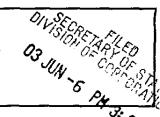
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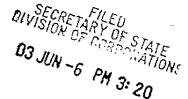


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06/06/03--01007--002 **35.00

Amend.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



STARS OF	TOMORROW	INC
(pres	sent name)	
P030	100053483	
(Document Number	of Corporation (If known)	

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)

SEE ATTACHED

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:

STARS OF TOMORROW, INC

1200 Falls Boulevard Weston, FL 33327

May 23, 2003

ARTICLE VIII OF ARTICLES OF INCORPORATION

LIST OF OFFICERS AND DIRECTORS

President: Lubell, Myron S. 1200 Falls Boulevard

Weston, FL 33327

Vice President: Lubell, Yolanda H. 1200 Falls Boulevard Weston, FL 33327

Treasurer: Lubell, Myron S. 1200 Falls Boulevard Weston, FL 33327

Secretary: Lubell, Myron S. 1200 Falls Boulevard Weston, FL 33327

DIRECTORS:

Myron S. Lubell (same address as above)

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THIRD:	The date of each amendment's adoption: $6/1/03$.
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. 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
-	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this / day of JUNR 2005 Men or Hele of Anleson
Signature __	(By the 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)
	Myron 5. Lubell (Typed or printed name)
	President (Title)