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BASIC AMENDMENT

SHOW BUSINESS ATL, INC.

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10/5/04



October 5, 2004

SHOW BUSINESS ATL, INC. 6909 N LAGOON DRIVE F-4 PANAMA CITY BEACH, FL 32408-5969

SUBJECT: SHOW BUSINESS ATL, INC.

REF: P04000036726

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Michelle Milligan Document Specialist FAX Aud. #: E04000198370 Letter Number: 404A00057715

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

SHOW BUSINESS ATL, INC.



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:

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Lori Hunt Champion- 6909 N. Lagoon Drive F-4, Panama City Beach, FL 32408-5969- President John Edward Champion- 6909 N. Lagoon Drive F-4, Panama City Beach, FL 32408-5969- Vice President

to be amended to:

ARTICLES V OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Lori Hunt Champion- 6909 N. Lagoon Drive F-4, Panama City Beach, FL 32408-5969- President John Edward Champion- 6909 N. Lagoon Drive F-4, Panama City Beach, FL 32408-5969- Vice President Timothy L. McClarty- 6909 N. Lagoon Drive F-4, Panama City Beach, FL 32408-5969- Secretary

		ment provides for an exchange, reclassification or cancellation of issued as for implementing the amendment if not contained in the amendment itself, are as follows:
THIRD:	The Date of	each amendment's adoption: October 4, 2004
FOURTH:	Adoption of	Amendment(s) (CHECK ONE):
	Ø	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"
		voting group 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.
Sign	nature(By the	Signed this 4th day of October 2004. Charman or Vice Chairman of the Board of Directors, President or other officer if the thereholders) Lori Hunt Champion
		President Title