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October 20, 1997

Secretary of State
Corporate Division
The Capital
Tallahassee, Florida 32304

900002325539--2

Re: Articles of Amendment
Neon Tiki Tribe, Inc.

-10/21/97--01044--005
*****87.50 *****87.50

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Amendment for Neon Tiki Tribe, Inc. In addition, my check in the amount of \$87.50 is enclosed to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	<u>52.50</u>
Total	\$ 87.50

Please file the original Articles of Amendment and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Very truly yours,

Richard E. Stadler

Richard E. Stadler

RECEIVED
FILED
OCT 23 01 02
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Handwritten notes:
OK
10/20/97
10/20/97
206
10/20/97
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ARTICLES OF AMENDMENT
OF
NEON TIKI TRIBE, INC.

1. The following provisions of the Articles of Incorporation of NEON TIKI TRIBE, INC., a Florida corporation, filed in Tallahassee on November 25, 1992, be and they hereby are amended in the following particulars:

Article V of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue twenty million (20,000,000) shares of One Cent (\$0.01) par value common stock which shall be designated "common shares".

2. The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 13th day of October, 1997.

3. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 13th day of October, 1997.

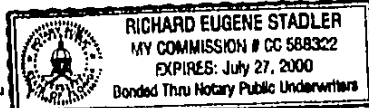
NEON TIKI TRIBE, INC.

J. Greg Devlin
J. Greg Devlin, President

J. Greg Devlin
J. Greg Devlin, Secretary

STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally appeared J. Greg Devlin, as President and Secretary of Neon Tiki Tribe, Inc., a Florida corporation, who is personally known to me or who produced his Florida driver's license for identification, and who took an oath and executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same, this 13th day of October, 1997.



Richard Eugene Stadler
Notary Public, State of Florida
Richard E. Stadler
My Commission Expires: