

993000061379



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 149647 89365A

AUTHORIZATION :

COST LIMIT : \$ PPD

*Name*  
*Change*  
*Amend*

ORDER DATE : February 26, 1999

ORDER TIME : 9:55 AM

ORDER NO. : 149647-010

000002788290--1  
-02/26/99--01047--001  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

CUSTOMER NO: 89365A

CUSTOMER: Christopher R. Qualmann, Esq  
Christopher R. Qualmann, P.a.  
Suite 400  
101 Southhall Lane  
Maitland, FL 32751

RECEIVED

99FEB26 AM10:38

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: CASSANDRA & BAILEY MODEL  
MANAGEMENT, INC.

EFFECTIVE DATE:

FILED  
99 FEB 26 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

*N/C*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

*[Signature]*  
*2/10/99*



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 26, 1999

CSC  
ANGIE GLISAR  
TALLAHASSEE, FL

SUBJECT: CASSANDRA & BAILEY MODEL MANAGEMENT, INC.  
Ref. Number: P93000061379

We have received your document for CASSANDRA & BAILEY MODEL MANAGEMENT, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown  
Corporate Specialist

Letter Number: 199A00009038

**RESUBMIT**

Please give original  
submission date as file date.

RECEIVED  
DIVISION OF CORPORATIONS  
99 MAR -9 AM 9:50

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
FOR**

**CASSANDRA & BAILEY MODEL MANAGEMENT, INC.**

**(CHANGE OF NAME TO "BAILEY'S MODEL MANAGEMENT, INC.";  
CHANGE OF PRINCIPAL PLACE OF BUSINESS;  
AND CHANGE OF REGISTERED AGENT)**

FILED  
99 FEB 26 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statute §607.1006, CASSANDRA & BAILEY MODEL MANAGEMENT, INC. (hereinafter the "Corporation"), hereby adopts the following articles of amendment to its articles of incorporation:

1. The name of the Corporation before amendment is: CASSANDRA & BAILEY MODEL MANAGEMENT, INC.

2. The name of the Corporation after amendment is :BAILEY'S MODEL MANAGEMENT, INC.

3. The principal place of business of the Corporation before amendment is: 513 W. Colonial Drive, Suite 6, Orlando, Florida 32804.

4. The principal place of business of the Corporation after amendment is: 37 North Orange Avenue, 5<sup>th</sup> Floor, Orlando, Florida 32801.

5. The names and business addresses of the Directors of the Corporation before amendment is:

Donald Bailey  
513 W. Colonial Drive, Suite 6  
Orlando, Florida 32804

Douglas Bailey  
513 W. Colonial Drive, Suite 6  
Orlando, Florida 32804

6. The names and business addresses of the Directors of the Corporation after amendment is:

Donald Bailey  
37 North Orange Avenue, 5<sup>th</sup> Floor  
Orlando, Florida 32801

Douglas Bailey  
37 North Orange Avenue, 5<sup>th</sup> Floor  
Orlando, Florida 32801

7. The registered agent of the Corporation before amendment is: JEFFREY P. MILHAUSEN, c/o SWANN, HADLEY, DENION & ALVAREZ, P.A., 1031 W. Morse Blvd., Ste. 270, Winter Park, FL 32789.

8. The registered agent of the Corporation after amendment is: DOUGLAS BAILEY, 37 North Orange Avenue, 5<sup>th</sup> Floor, Orlando, Florida 32801.

Articles of Amendment to  
Articles of Incorporation for  
CASSANDRA & BAILEY MODEL MANAGEMENT, INC.  
Page Two

9. The above-referenced amendments to the articles of incorporation were adopted by the Corporation's Board of Directors at a special meeting of the Directors held at the following location, date and time:

Location: Law Offices of Christopher R. Qualmann, Esq.  
924 Delaney Avenue  
Orlando, Florida 32806

Date: January 4, 1999

Time: 10:00 a.m.

10. No action was required by the Corporation's shareholders to ratify these Articles of Amendment to the Corporation's Articles of Incorporation.

11. These Articles of Amendment shall be effective upon filing with the Florida Department of State, Division of Corporations.

Date: 1/4/99

BAILEY'S MODEL MANAGEMENT, INC.

Signature: [Signature]

Printed Name: Cassandra Bailey

As Its: President / Director

**BAILEY'S MODEL MANAGEMENT, INC.**

(Formerly known as "Cassandra & Bailey Model Management, Inc.")

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the applicable provisions of Florida Statutes, the following is submitted:


**BAILEY'S MODEL MANAGEMENT, INC.** having filed Articles of Amendment to the Corporation formerly known as "**Cassandra & Bailey Model Management, Inc.**", and having changed its principal place of business to 37 North Orange Avenue, 5<sup>th</sup> Floor, Orlando, Florida 32801 has named and designated **DOUGLAS BAILEY**, with his registered office located at 37 North Orange Avenue, Orlando, Florida 32801 as its Registered Agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

Having been named as Registered Agent for **BAILEY'S MODEL MANAGEMENT, INC.** (the "Corporation") at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.325, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 94 day of March, 1999.

**DOUGLAS BAILEY**

By:   
Registered Agent

FILED  
99 FEB 26 AM 11:51  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA