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To:

Division of Corporations

Fax Number : (850)922-4000

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number: 071001002335 Phone: (305)599-0839 Fax Number: (305)716-0346 SECRETARY OF STATE TAIL AHASSEE, FLORIDA

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BASIC AMENDMENT

FUN KIDS PLAYTIME INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

OF

FUN KIDS PLAYTIME INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I

The name of the corporation and address of its principal place of business will be at:

FUN KIDS PLAYTIME INC. 7760 NW 71 ST MIAMI, FLORIDA, 33166

Article VI

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SECRELARY OF STATE
TALLAHASSEE FLORIDA

The Board of Directors shall consist of a total of one person and the name of the person who is to serve as director is:

MIGUEL COMAS

PRESIDENT/TREAUSURER

ARTICLE IX

The name and post office address of each subscriber to the certificate of Incorporation and number of shares of stock which each agrees to take are as follows:

Mame

Address

Stocks#

Miguel Comas 205 NW 119TH CT MIAMI FL 33182

1008

ARTICLE XII

The new name and address of its will be:

Registered office

Miguel Comas 7760 NW 71 ST. Miami, Florida, 33166

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:

THIRD:

The date of each amendments(s): MAY 22, 2000

FOURTH: Adoption of Amendment(s)(check ons)

- The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendments(s) was/were sufficient for a 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 amendments(s) was/were sufficient for approval by ________(voting group)

- _X__ 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 22 day of May, 2000

Ву

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR

(A Director if adopted by the directors)

(By an incorporator if adopted by the incorporators)

Mignel Comas President/Chairman

(continued)

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HAVING BEEN NAMES AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY ACCEPT THE APPOINTMENT AS REGISTER AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS MY POSITION AS REGISTERED AGENT.

Miguel Comas