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ARTICLES OF AMENDMENT

TO ..

ARTICLES OF INCORPORATION

OF

INFLATABLES WORLD INC.

SECRETANT OF STATE

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned, Inflatables World Inc., a Florida corporation (the "Corporation"), by its President, does hereby make and execute these Articles of Amendment to its Articles of Incorporation:

1. Article I of the Articles of Incorporation is amended to read as follows:

The name of this Corporation shall be SCANNER USA, Inc.

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

DIRECTORS

This Corporation shall have two (2) Directors(s) initially. The number of Directors may be either increased or diminished from time to time, as set forth in the by-laws of the Corporation, but shall never be less than one.

- 3. The date of the adoption of the amendment was June 23, 1998.
- 4. The number of shareholder votes cast for approval of the amendments was sufficient for approval of the amendments.

IN WITNESS WHEREOF, these Articles of Amendment to Articles of Incorporation of Inflatables World Inc., by its President, this <u>23</u> day of June, 1998.

INFLATABLES WORLD INC.

Name: Robert M. Koffler

Title: President