

P96000073769
LAW OFFICES
MANDEL, WEISMAN & KIRSCHNER, P.A.

MITCHELL B. KIRSCHNER*
WILLIAM S. WEISMAN
DANIEL S. MANDEL
DAVID H. BRODIE

BOCA CORPORATE CENTER
2101 CORPORATE BOULEVARD, SUITE 300
BOCA RATON, FL 33431
TELEPHONE (561) 989-0300
FAX (561) 989-0304

SOUTH FLORIDA TOLL FREE
1-800-416-2249

JANICE L. GRIFFIN
MARJORIE S. MARGOLIES
DEBORAH F. MORAITIS
SUSAN Y. SLATON

*Fla. Bar Certified in Real Estate Law

November 3, 1999

FILED
99 NOV -4 PM 5:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-11/04/99--01086--016
*****70.00 *****35.00

Re: Krickstein Aquariums, Inc.

Gentlemen:

In connection with the referenced corporation, I am enclosing herewith the Officer/Director Resignation of Aaron Krickstein, together with the Articles of Amendment to the Articles of Incorporation of Krickstein Aquariums, Inc. Also enclosed is our trust account check in the amount of \$70.00, representing payment of the requisite filing fees.

Please provide an original certified Articles of Amendment to this office at your earliest convenience. If you have any questions, or require any additional information, please contact the undersigned.

Sincerely,

MANDEL, WEISMAN & KIRSCHNER, P.A.

Janice L. Griffin

JLG:jv
Enclosures

N/c

V. SHEPARD NOV 16 1999

**Articles of Amendment to Articles of Incorporation of
KRICKSTEIN AQUARIUMS, INC.**

(FS §§607.1001, 607.1003, 607.1004, 607.1006, 607.1009)

FILED
99 NOV -4 PM 5: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provisions of the Articles of Incorporation of KRICKSTEIN AQUARIUMS, INC., a Florida corporation, filed in Tallahassee on September 3, 1996, be and they hereby are amended in the following particulars:

Article One be and it hereby is amended to read as follows:

"The name of the Corporation shall be MARINE LIFE DESIGN, INC."

2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 22nd day of October, 1999.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 22nd day of October, 1999.

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

KRICKSTEIN AQUARIUMS, INC., a Florida
corporation

By Bryan Ehlers
Bryan Ehlers, President

Secretary