

Tel: (813) 467-9505 Fax: (813) 467-9605

*Charles R. Fagan, CPA, P.A.*  
*Certified Public Accountant*

*1408 Court Street*  
*Clearwater, Florida 33756*

December 23, 1997

**P97000014536**

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

800002387688--3  
-12/31/97--01086--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of Tomorrow's Dreams, Inc.

Please signify receipt of the application by stamping the attached copy of the letter and returning in the enclosed envelope.

Sincerely,

Charles R. Fagan, CPA

enc./pw

FILED  
98 JAN 26 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend E NC*

*LFS 1-30-98*

*149800000*

*\*789,542,671\**



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 9, 1998

Charles R. Fagan, CPA  
1408 Court Street  
Clearwater, FL 33756

SUBJECT: SURPLUS BROKERS SYSTEMS, INC.  
Ref. Number: P97000014556

We have received your document for SURPLUS BROKERS SYSTEMS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6910.

Louise Flemming-Jackson  
Corporate Specialist Supervisor

Letter Number: 998A00001549

RECEIVED  
58 JAN 26 AM 10:09  
DIVISION OF CORPORATIONS

FILED

98 JAN 26 PM 12: 11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**SURPLUS BROKERS SYSTEM, INC.**  
(PRESENT NAME)

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

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

**ARTICLE I**

The corporation is changing its name to: Tomorrow's Dreams, Inc.

**ARTICLE 12**

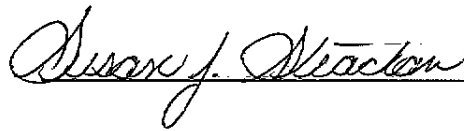
The corporation is changing its registered office and registered agent to:

The address of registered office of this Corporation is 1898 Marys Meadow Lane, Palm Harbor, FL 34683. The name and address of the registered agent of this Corporation is Susan Strachan 1898 Mary's Meadow Lane, Palm Harbor, FL 34683.

Acceptance of Registered Agent Designation

Susan Strachan having been designated as the Registered Agent in the above and foregoing Articles of Amendment to Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of Florida Statutes.

J  
Susan Strachan



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 amendment's adoption: December 18, 1997.

FOURTH: Adoption of Amendment(s) **(CHECK ONE)**

\_\_\_\_\_ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for 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 amendment(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 18th day of December, 1997.

Signature

Susan J. Strachan, Chairman  
(By the chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by shareholders.)

OR

(By a director if adopted by the directors)

or

(By an incorporator if adopted by the incorporators)

JS

Susan Strachan

(Typed or printed name)

Chairman

(Title)