P9700019967

TO:

Annette Ramsey

Secretary of State Division of Corporations 409 East Gaines St. Tallahassee, FL 32399

FROM:

Linda M. Angell

11607 3rd Ave. East Bradenton, FL 34205

RE:

- Articles-of Amendment

Corporate address change

Registered agents address change

Corporate Officers change

First, let me start by saying thank you for your card. It really mean and it was very kind. I've just now gotten around to doing the Articles of Amendment changes to the corporation per our telephone conversation several weeks ago. I hope all is ok with them – but if there is anything I need to correct or change, please call me at work – (941) 741-4605.

Thanks again for all your help, and the conversational support that your gave me over the telephone. I still feel like it's all just a bad dream that I will wake up from soon. Thanks again!

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ARTICLES OF AMENDMENT TO ARTICLES OF INFORPORATION OF



Internet Cartoon Network, Inc.

Document # P97000019967

Pursuant to the provisions of section 607.10006, Florida Status, this corporation adopts the following articles of amendment to its articles of incorporation:

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

Internet Cartoon Network, Inc., a corporation of the State of Florida, whose registered office is located at 11607 3rd Ave. East, Bradenton, Florida 34202, certifies that a meeting of said corporation called for the purpose of amending the articles of incorporation, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that **ARTICLE II, ARTICLE IV, AND ARTICLE V**, of the Articles of Incorporation is amended to read as follows:

ARTICLE II PRINCIPAL OFFICE

The principle place of business and mailing address of this corporation shall be 11607 3rd Ave., East, Bradenton, Florida 34202.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is LINDA M. ANGELL, 11607 3rd Ave., East, Bradenton, Florida 34202.

ARTICLE V: CORPORATE OFFICERS

The name and street address of the corporate officer to these Articles of Incorporation is:

President / Vice President / Secretary / Treasurer

Linda M. Angell

11607 3rd Ave. East

Bradenton, Florida 34202

Signed on (Date): September 22, 2000

BY:

Prés. / VP / Sec. / Treas

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: September 22, 2000

FOURTH: ADOPTION OF AMENDMENT(s) (CHECK ONE) X 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 **VOTING GROUP** 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 day 22nd of September, 2000. Signature (By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Linda M. Angell
Typed or printed name

President, Vice President, Secretary, Treasurer