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October 8, 1999

FILED
99 OCT 18 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900003017379--4
-10/18/99--01109--023
*****35.00 *****35.00

Re: Snappit Toy, Inc.

900003017379--4
-10/18/99--01109--024
*****8.75 *****8.75

Dear Sir/Madam:

Enclosed herein please find the following documents with reference to the above-captioned corporation:

1. Articles Of Amendment To Articles Of Incorporation Of Snappit Toy, Inc (original and one {1} copy).
2. Check in the amount of \$35.00 payable to the Secretary of State representing the filing fee due herein.
3. A check in the amount of \$8.75 for a certified copy of the aforementioned document.
4. Self-addressed stamped envelope for your convenience in providing the filed Articles of Incorporation.

Thank you in advance, I remain

Sincerely yours,

FRED G. PRICHASON, ESQ.

FRED G. PRICHASON
FGP:mjb

Encs.

Amend

V. SHEPARD OCT 27 1999

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SNAPPIT TOY, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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) being amended, added or deleted)

Article III is amended to depict that Bruno Dieltiens, Belgielei 15 B, 2018 Antwerpen, Belgium, fifteen (15) Shares, Jacques Pujol, Route D'Armissan, Malard Le Neu, 11105 Narbonne, France, fifteen (15) Shares and Shares owned by Alex Hess seventy (70), are cancelled. Hereinafter, the Articles of Incorporation as amended shall depict that Alan Hess is the individual owner of one hundred (100) Shares of common stock having a par value of one dollar (\$1.00) per Share.

Article X shall depict that Bruno Dieltiens resigns as vice president and Jacques Pujol resigns as secretary. Further, that their resignations are accepted. Hereinafter, the officers of the Corporation are as follows:

- A. Alex Hess, President and Treasurer
- B. Alan Hess, Vice President and Secretary

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 October 5, 1999.

FOURTH: Adoptions 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 by


_____. "
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 5th day of October, 1999.

Signature: 

(By the Chairman or 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)

Alex Hess
typed or printed name

President
Title