P97000047251

D'Arcy Williams 902 Clint Moore Rd. Suite 216 Boca Raton, FL. 33487

August 27, 1997

700002282867--0 -09/02/97--01145--010 *****35.00 *****35.00

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL. 32314

I have enclosed a check for \$35.00 as a fee to change the name of "Seaside Ventures Inc." (document # P97000047251) to "Sandcastle Ventures Inc."

Thank you.

FILED 97 SEP -2 PH 1:22 SECRETARY OF STATE SECRETARY OF STATE

name charge AFT 9-10-97

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

97 SEP -2 PM 1: 22

SECRETARY OF STATE TALLAHASSEE, FLORIDA

 Sensidi	Ventures, INC.	
 <u> </u>	(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) being amended, added or deleted)

Seaside Ventures Inc would like to change the name of the corporation to Sandcastle Vontures INC. With everything else remaining the same.

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: Th	ne date of each amendment's adoption: Aug 37 1997			
FOURTH: Adoption of Amendment(s) (CHECK ONE)				
0	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 byvoting group			
Q	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
Þ.	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.			
Sig	gned this 22 day of August , 1997.			
Signature				
(By the 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)				
	D'Ary Williams Typed or printed name			
Pandent				