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August 17, 1998

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VIA UPS

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: **Enchantment Publications, Inc.**  
Our File No. 98-134

FILED  
98 AUG 18 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
600002618566-4  
-08/18/98-0031-002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Secretary of State:


Please find enclosed the original and one copy of the Articles of Amendment of the above-captioned Florida corporation to be filed with your office, along with our firm's trust account check in the amount of \$35.00 representing the requisite filing fee.

Please return a stamped copy of the Articles of Amendment to our office via the enclosed overnight envelope provided for this purpose.

Thank you for your anticipated cooperation in this regard.

Very truly yours,

BENSON, MOYLE & MUCCI

  
Mark J. Loterstein  
For the Firm

MJL/js  
Enclosures  
cc: Maureen Georgen

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CRS  
8/20/98  
AM

**ARTICLES OF AMENDMENT  
ENCHANTMENT PUBLICATIONS, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, the following provisions of the Articles of Incorporation of ENCHANTMENT PUBLICATIONS, INC., a Florida corporation, filed in Tallahassee, Florida on the 9th day of June, 1997, be and are hereby amended in the following particular:

Paragraph 4 **CAPITAL STOCK**, be and is hereby amended to read "The corporation shall have the authority to issue ten million (10,000,000) shares of common stock with a par value of \$.01 per share. All Shares shall be identical with each other in every respect and the holders of common stock shall be entitled to one vote for each share on all matters on which shareholders have the right to vote."

Paragraph 9 **INDEMNIFICATION**, be and hereby is added to provide that: "The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law."

The foregoing amendments were adopted by the Stockholders of the corporation on the 11th day of July, 1998.

IN WITNESS WHEREOF, the undersigned Secretary of this corporation has executed this Article of Amendment this 14th day of August, 1998.

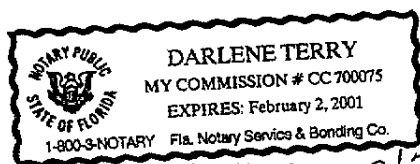
ENCHANTMENT PUBLICATIONS, INC.

By: Maureen A. Georgen  
Corporate Secretary

STATE OF FLORIDA       )  
COUNTY OF BROWARD   )

BEFORE ME, the undersigned authority personally appeared MAUREEN GEORGEN, ( ) who is personally known to me or (X) who produced FLDL# G62554153806 as identification and known to me to be the person who executed the foregoing Articles of Amendment in her capacity as Corporate Secretary and she acknowledged before me that she executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14th day of August, 1998.



My Commission Expires: 2/2/2001  
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Darlene Terry  
Notary Public, State of Florida