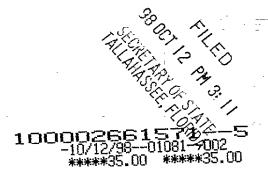
P97000074736

10/01/98 SECRETARY OF STATE DIVISIONS OF CORPORATIONS P O BOX 6327 TALLAHASSEE, FL 32314

SUBJECT: FAMILY ENTERTAINMENT CORP

MEHL & MEHL INC

REF: P97000074736 LETTER: 298A00048198



DEAR SIRS:

WE ARE PROVIDING, AS REQUESTED, A NOTARIZED AFFIDAVIT STATING THAT WE HAVE NO INTENTION OF REVOKING THE VOLUNTARY DISSOLUTION OF THE CORPORATION THAT WE SUBMITTED FOR MEHL & MEHL INC., THEREFORE RELEASING THE NAME FOR OUR USE. WE ARE ALSO ENCLOSING A COPY OF THE VOLUNTARY DISSOLUTION WHICH WE SUBMITTED ON 06/15/98.

WE ARE AGAIN ENCLOSING THE PAPERS WE SUBMITTED ON 09/18/98 CONCERNING THE ARTICLES OF AMENDMENT PLUS A CHECK FOR \$35.00.

WE REALLY HOPE THIS TAKES CARE OF THIS. WE HAVE BEEN TRYING TO GET THIS DONE FOR MONTHS.

SINCERELY

PHILIP E MEHL

MY PHONE IS 561-220-3456.
MY ADDRESS IS 959 CENTRAL PARKWAY, STUART FL 34994

Amend & N/C



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 24, 1998

Mehl & Mehl 959 Central Pkwy Stuart, FL 34994

SUBJECT: FAMILY ENTERTAINMENT CORP.

Ref. Number: P97000074736

We have received your document for FAMILY ENTERTAINMENT CORP. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne Senior Section Administrator

Letter Number: 298A00048198

10/01/98 SECRETARY OF STATE DIVISION OF CORPORATIONS P O BOX 6327 TALLAHASSEE, FL 32314

TO WHOM IT MAY CONCERN:

WE WANT TO STATE THAT WE HAVE NO INTENTION OF REVOKING THE VOLUNTARY DISSOLUTION OF THE CORPORATION OF MEHL & MEHL INC. WE UNDERSTAND THIS WILL RELEASE THE NAME FOR OUR USE IN THE FUTURE.

SINCERELY

PHÍLIP E MEHL

959 CENTRAL PARKWAY

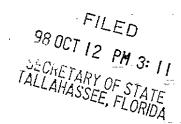
STUART, FL 34994

NANCY M STAELENS COMMISSION NUMBER

CC583188

MY COMMISSION EXPIRES SEPT 21,2000

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FAMILY ENTERTAINMENT CORP.



PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THIS FLORIDA PROFIT CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDENT TO ITS ARTICLES OF INCORPORATION.

FIRST: ARTICLE 1- NAME IS BEING AMENDED TO, MEHL & MEHL INC

ARTICLE 3- PRINCIPAL OFFICE IS BEING AMENDED TO, 959 CENTRAL PARKWAY, STUART, FL 34994

ARTICLE 5-OFFICERS ARE BEING AMENDED TO:

PRESIDENT: PHILIP E MEHL SECRETARY: SUSAN E MEHL

WHOSE ADDRESSES SHALL BE THE SAME AS THE PRINCIPAL OFFICE OF THE CORPORATION.

ARTICLE 6- DIRECTORS IS BEING AMENDED TO,
PHILIP E MEHL

SECOND: THE DATE OF EACH AMENDMENT'S ADOPTION IS SEPT 21,

1998

THIRD: ADOPTION OF AMENDMENTS

THE AMENDMENTS WERE ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

SIGNED THE DAY OF TEMBER 1998.
The file of the state of the st
SIGNATURE (BY A DIRECTOR IF ADOPTED BY THE DIRECTORS)
PHILIP E MEHL
TYPED OF PRINTED NAME

DIRECTOR

TITLE