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KIRCHER & VAIL, P.A.
Attorneys at Law

One Independent Drive, Suite 3303, Jacksonville, Florida 32202-5027

Sally J. Kircher
Telephone: (904) 356-6101
Facsimile: (904) 356-6116
Email: skircher@cybermax.net
Admitted in Florida (No. 777943)
and Ohio (No. 0018510)

Patricia Vail
Telephone: (904) 356-2403
Facsimile: (904) 356-6116
Email: patvail@cybermax.net
Admitted in Florida (No. 0761818)
and Ohio (No. 0009046)

October 14, 1997

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

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-10/20/97--01142--012
*****35.00 *****35.00

FILED
97 OCT 20 PM 2:03
TALLAHASSEE, FLORIDA

Enclosed are Articles of Amendment for Sapphire Moon Publishing, Incorporated and a check, made payable to the Secretary of State, in the amount of Thirty Five Dollars and no cents (\$35.00) to cover the cost of filing these Articles of Amendment. Please return a certified copy to me in the pre-stamped, self-addressed Priority Mail envelope.

Thank you for your cooperation in this matter.

Sincerely,


Sally J. Kircher

N/c

ARTICLES OF AMENDMENT
SAPPHIRE MOON PUBLISHING, INCORPORATED

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above -
named Corporation are hereby amended as follows:

1. Article One is hereby amended to read as follows:

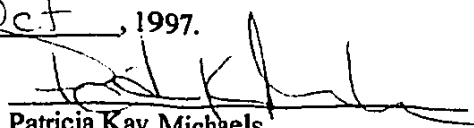
CORPORATE NAME

The name of the corporation shall be Sapphire Moon, Incorporated.


2. The foregoing amendment was approved by unanimous vote of the Board of Directors of the corporation on October 3, 1997 and was submitted to the shareholders at a special meeting called for the purpose of amending the corporation's Articles of Incorporation on October 10, 1997.

3. The proposed amendment to the Articles of Incorporation was approved unanimously by the shareholders entitled to vote at the special meeting which was sufficient for approval of the amendment.

IN WITNESS WHEREOF, the undersigned, have executed these Articles of
Amendment this 16 day of Oct, 1997.


Patricia Kay Michaels
President, Sapphire Moon, Inc.

Attest:



Patricia Kay Michaels, Secretary
Sapphire Moon, Inc.

FILED
97 OCT 20 PM 2:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Florida)
) SS:
County of Duval)

The foregoing Articles of Amendment was acknowledged before me this 16th day of October, 1997, by Patricia Kay Michaels, President and Secretary, of Sapphire Moon, Inc., a Florida Corporation, on behalf of the Corporation by Patricia Kay Michaels who personally appeared before me. Patricia Kay Michaels and is personally known to me.

Ruth Smith
Ruth Smith, Notary Public
My Commission Number is:
My Commission expires:

 Ruth D Smith
My Commission CC876221
Expires September 01, 2001