



THE UNITED STATES  
CORPORATION  
COMPANY

P97000093042

FILED  
NOV -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 395795 4803290

AUTHORIZATION : Patricia Pigute

COST LIMIT : \$ 35.00

ORDER DATE : October 1, 1999

ORDER TIME : 11:35 AM

ORDER NO. : 395795-005

CUSTOMER NO: 4803290

CUSTOMER: Mr. Joshua E. Davis  
Kramer Levin Naftalis &  
919 Third Avenue  
38th Floor  
New York, NY 10022

200003004162--6

name  
Change  
Amend

DOMESTIC AMENDMENT FILING

NAME: CHANGES INTERNATIONAL OF FORT  
WALTON BEACH, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS: 1002

Some  
people  
have  
trademark

RECEIVED  
99 OCT -4 PM 12:49  
TALLAHASSEE, FLORIDA

\*00250, 00572, 02209, 00524, 00672  
11/10/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 4, 1999

CSC  
1201 Hays Street  
Tallahassee, FL 32301

SUBJECT: CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.  
Ref. Number: P97000093042

We have received your document for CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

In order to file your document, the subject entity must first be reinstated.

The total amount due to reinstate is \$750.00.

Please fill in the date of adoption in paragraph 3.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey  
Corporate Specialist

Letter Number: 599A00048138

**RESUBMIT**  
Please give original  
submission date as file date.

**RECEIVED**  
99 NOV -9 PM 4:42  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.**

FILED  
99 NOV -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Pursuant to Sections 607.1002 and 607.1006 of the Florida Business Corporation Act)

The undersigned, a duly elected director of the Corporation, hereby certifies that:

1. The name of the corporation is Changes International of Fort Walton Beach, Inc.
2. The Articles of Incorporation of the Corporation are hereby amended by deleting ARTICLE I in its entirety and by substituting in lieu thereof a new ARTICLE I, which reads in its entirety as follows:

**"ARTICLE I**

**Name and Address of Corporation**

The name of this corporation shall be Changes International, Inc."

3. The foregoing amendment was duly adopted by the Board of Directors of the Corporation on September 17, 1999, without shareholder approval in accordance with the provisions of Section 607.1002 of the Florida Business Corporation Act.

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned director has executed these Articles of Amendment on this 17<sup>th</sup> day of September, 1999.



Ross Blechman  
Chairman of the Board of Directors

**UNANIMOUS WRITTEN CONSENT  
OF  
THE BOARD OF DIRECTORS  
OF  
CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.**

The undersigned, being all of the members of the Board of Directors of Changes International of Fort Walton Beach, Inc., a Florida corporation (the "Corporation"), acting by unanimous written consent without a meeting pursuant to Section 607.0821 of the Florida Business Corporation Act (the "FBCA"), hereby consent to the adoption of the following resolutions with the same force and effect as though adopted at a meeting duly called and held:

RESOLVED, that it is advisable and in the best interests of the Corporation that the Articles of Incorporation of the Corporation be amended by deleting the existing ARTICLE I in its entirety and substituting in lieu thereof a new Article I, reading in its entirety as follows:

**"ARTICLE I**

**Name and Address of Corporation**

The name of the corporation shall be "Changes International, Inc."

RESOLVED, that the directors and proper officers of the Corporation be, and each of them hereby is, authorized and directed to prepare articles of amendment setting forth such amendment, and certifying that such amendment has been adopted in accordance with the provisions of Sections 607.1002 and 607.1006 of the FBCA and to file such articles of amendment in the office of the Secretary of State of Florida, and to have a copy thereof certified by said Secretary of State.

RESOLVED, that the directors and proper officers of the Corporation be, and each of them, acting singly, hereby is, in the name and on behalf of the Corporation, authorized to take any and all action which he may deem necessary or desirable to carry out the purposes and intent of the foregoing resolutions, and to make, execute and deliver, or cause to be made, executed and delivered, all agreements, undertakings, documents, instruments or certificates as he may deem necessary or desirable in connection therewith, and that all actions taken by the directors and officers of the Corporation to date in connection with the foregoing resolutions, or otherwise, are hereby in all respects confirmed, ratified and approved.

IN WITNESS WHEREOF, the undersigned Directors have executed this Unanimous Written Consent.

DATED: As of September 17, 1999

  
\_\_\_\_\_  
Ross Blechman

  
\_\_\_\_\_  
Brian Blechman