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BASIC AMENDMENT

ADVANTAGE INDOOR, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF ADVANTAGE INDOOR, INC.

Pursuant to the requirements of Sections 607.1003 and 607.1006, Florida Statutes, the undersigned does hereby make, swear to, adopt and file these Articles of Amendment to the Articles of Incorporation of Advantage Indoor, Inc. (the "Corporation"), which Corporation was incorporated under the laws of the State of Florida on November 3, 1997:

1. The sole member of the Board of Directors of the Corporation has proposed an amendment to the Articles of Incorporation, and the Board of Directors and the sole shareholder unanimously voted to approve said change. Therefore, Article I of the Corporation's Articles of Incorporation shall be deleted in its entirety and the following inserted in its place:

ARTICLE I. NAME

The name of the Corporation is FAT CAT HOLDINGS, INC., whose principal office address is 735 PRIMERA BLVD., SUITE 155, LAKE MARY, FL 32746.

- 2. All other provisions of the Corporation's Articles of Incorporation shall remain in full force and effect, unaltered except as expressly provided above.
- 3. The foregoing amendment to the Articles of Incorporation was adopted by the sole member of the Board of Directors and the sole shareholder of the Corporation on the 9th day of January, 2003, and the number of votes cast for such amendment was sufficient for approval.

DATED this 9th day of January, 2003.

****CORPORATE SEAL****

ADVANTAGE INDOOR, INC., a Florida

corporation

By: Christopher Beaucharpa

as President