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ACCOUNT NO. : 072100000032

REFERENCE : 634160 7141351

AUTHORIZATION :

*Patricia Piggott*

COST LIMIT : \$ 35.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 31 AM 11:39

ORDER DATE : December 12, 1997

ORDER TIME : 4:16 PM

ORDER NO. : 634160-010

700002386787--5

CUSTOMER NO: 7141351

CUSTOMER: Ms. Donna Marshall Nelson  
Mr. Glason Stewart  
2123 S. State Road 7

Hollywood, FL 33023

DOMESTIC AMENDMENT FILING

NAME: FAT CAT RECORDS AND GEARS,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

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cc

12-31-97

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

FILED  
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ARTICLE I of the Articles of Incorporation of  
FAT CAT RECORDS AND GEARS, INC. shall be amended to read as  
follows:

ARTICLE I. NAME

The name of the corporation shall be:

FAT CAT RECORDS AND GEAR, INC.

All other paragraphs and articles of the Articles of  
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator  
without shareholder action because shareholder action was not  
required.

The foregoing amendment was adopted on the 31st day  
of December, 1997.

Corporation Service Company



By: Its Incorporator, Karen B. Rozar

CKS