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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Animation of Winter Park Inc.

W980000001213

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 2, 1998

UCC Filing & Search Services
526 East Park Avenue
Tallahassee, FL 32301

SUBJECT: PANIMATION OF WINTER PARK, INC.
Ref. Number: P98000001213

We have received your document for PANIMATION OF WINTER PARK, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

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

Annette Hogan
Corporate Specialist

Letter Number: 298A00005778

**ARTICLES OF AMENDMENT
OF
PANIMATION OF WINTER PARK, INC.**

98 FEB -8 AM 8:45
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Directors hereby amend the Articles of Incorporation pursuant to Article 607.1005 and 607.1006 Florida Statutes in the following respect:

ARTICLE I is amended to change the name of the Corporation and the new name of the corporation shall be:

ROUNABOUT LOGIC, INCORPORATED

The address of the principal office of the corporation shall be: 209 North Moss Road, Suite 101, Winter Springs, Florida 32708.

ARTICLE III - CAPITAL STOCK is amended as follows:

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 100,000.00 shares of common stock at \$1.00 per value.

DATE OF AMENDMENT: These Amendments were adopted by the Board of Directors on January 29, 1998, without shareholders' action. No stock has been issued, therefore, shareholder action was not required.

IN WITNESS WHEREOF, the undersigned Directors have hereunto set their hands and seals on February 4, 1998.



ANTHONY MIGNONE



RONALD FALKNER



D. PRONTI