

Michael J. Kierzynski

CERTIFIED PUBLIC ACCOUNTANT, P.A.

5143 Commercial Way, Spring Hill, Florida 34606 • (352) 597-8800 • Fax (352) 596-2656

P98000024350

September 1, 1999

800003004668--6

-10/04/99-01124-014

*****35.00 *****35.00

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Amendment Section

Re: Russ Paul Pyrotechnic Creations, Inc.
Document P98000024350

Dear Sir or Madam:

Enclosed please find an Amendment to Articles of Incorporation of Russ Paul Pyrotechnic Creations, Inc., along with a check in the amount of \$35.00 for filing fees. Please process accordingly.

If you have any questions regarding the enclosures, please contact the undersigned.

Very truly yours,

Michael J. Kierzynski

Michael J. Kierzynski

MJK/mc

Enclosures

cc: Mr. and Mrs. Frank D. Russo

FILED

OCT 4 PM 1:26

P98000024350
SPA NC
Amend
10-4-99

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
RUSS PAUL PYROTECHNIC CREATIONS, INC.

The undersigned Corporation hereby certifies the following:

1. The name of the Corporation is Russ Paul Pyrotechnic Creations, Inc.
2. The Corporation was formed on March 13, 1998, upon the filing of the Articles of Incorporation in the Office of the Secretary of State, where said Articles were assigned document number P98000024350.
3. In accordance with Florida Statute 607.181(3), all of the Shareholders and all of the Directors of the Corporation hereby declare it to be their intention that Article I of the Articles of Incorporation of Russ Paul Pyrotechnic Creations, Inc., be and hereby is amended as follows:

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this Corporation shall be:


RUSS PYROTECHNIC CREATIONS, INC.

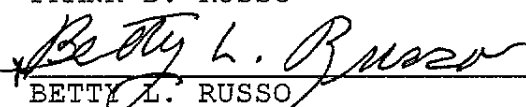
The principal place of business and mailing address of the Corporation shall be:

4339 GRANDWOOD LANE
NEW PORT RICHEY, FLORIDA 34653

This amendment is adopted June 1, 1999 by the written agreement of all of the Shareholders and all of the Directors of the Corporation as evidenced by the signatures below and shall become effective upon the filing with the Florida Secretary of State.

SHAREHOLDERS:


FRANK D. RUSSO


BETTY L. RUSSO

FILED
99 OCT -4 PM 1:25
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

DIRECTORS:

x Frank D. Russo
FRANK D. RUSSO

x Betty L. Russo
BETTY L. RUSSO

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the Corporation this 30th day of September, 1999.

RUSS PAUL PYROTECHNIC CREATIONS, INC.

x Frank D. Russo
FRANK D. RUSSO, PRESIDENT

x Frank D. Russo
FRANK D. RUSSO, SECRETARY

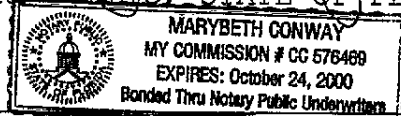
FILED
99 OCT -4 PM 1:26
NOTES

STATE OF FLORIDA
COUNTY OF Hernando

BEFORE ME PERSONALLY APPEARED Frank D. Russo TO ME
WELL KNOWN AND KNOWN TO ME TO BE THE PERSON DESCRIBED IN AND WHO
EXECUTED THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO AND BEFORE
ME THAT HE/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 30th DAY OF
September, 1999.

Marybeth Conway
NOTARY PUBLIC, STATE OF FLORIDA



PRINT, TYPE, OR STAMP NAME OF
NOTARY PUBLIC

PERSONALLY KNOWN _____ OR
TYPE OF IDENTIFICATION PRODUCED Florida Drivers License #220-26439-421

FILED
99 OCT - 30 PM 1:25
CLERK OF SUPERIOR COURT
H. FLORIDA

STATE OF FLORIDA
COUNTY OF Hernando

BEFORE ME PERSONALLY APPEARED Betty L Russo TO ME
WELL KNOWN AND KNOWN TO ME TO BE THE PERSON DESCRIBED IN AND WHO
EXECUTED THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO AND BEFORE
ME THAT HE/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 30th DAY OF
September, 1999.

Marybeth Conway
NOTARY PUBLIC, STATE OF FLORIDA



MARYBETH CONWAY
MY COMMISSION # CC 576488
EXPIRES: October 24, 2000

PRINT, TYPE, OR STAMP NAME OF
NOTARY PUBLIC

PERSONALLY KNOWN _____ OR
TYPE OF IDENTIFICATION PRODUCED A Drivers License # R200-097-30-508-0