

P98000032029

Creative by Design, Inc.
P.O. Box 840
Largo, FL 33779-0840

October 30, 2000

Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/02/00--01070--033
*****52.50 *****52.50

Ref: Suncoast Academy of Dance, Inc.
State Document # P98000032029

Dear Sirs:

Enclosed is our Articles of Amendment to change the name of our corporation to Creative By Design, Inc. We have also enclosed a check in the amount of \$52.50 this check is for the following:

Filing Fee:	\$ 35.00
Certified Copy:	8.75
Certificate of Status:	8.75
Total:	\$ 52.50

If we need to furnish additional information please feel free to contact me between the hours of 9 a.m. and 4 p.m. at (727) 539-0783.

Sincerely,

Karen L. Brown
Karen L. Brown
President

FILED
00 NOV -2 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C Amend

T BROWN NOV 13 2000

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
00 NOV -2 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUNCOAST ACADEMY OF DANCE, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: Article I of the original documents is hereby change to reflect the new corporate name of **CREATIVE BY DESIGN, INC.**

SECOND: All stock issued under the name Suncoast Academy of Dance, Inc. will be reissued with the name Creative by Design, Inc. at a one for one (1 to 1) exchange.

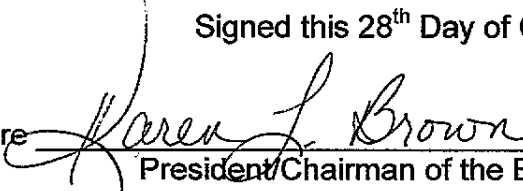
THIRD: The date of this change will be effective as of November 1, 2000.

The date of adoption of the amendment is October 28, 2000.

FOURTH: The amendment was approved by unanimous vote of all registered stockholders.

Signed this 28th Day of October, 2000

Signature



President/Chairman of the Board