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THE THE THE PLEASE FLORIDATE THE PROPERTY OF STATE OF SPIEGEL & UTRERA, P.A. (Requestor's Name) . 1840 CORAL WAY, 4TH FLOOR MIAMI, FL 33145 (305) 854-6000 OFFICE USE ONLY (City, State, Zip)

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) -05/14/02---01052---024 (Corporation Name) (Document #) ****105.00 ******35.00 (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS **OUALIFICATION** Annual Report Foreign C. Coulliste MAY 1 4 2002 Fictitious Name

Examiner's Initials

Limited Partnership

Reinstatement

Trademark

Other

Name Reservation

CR2E031(10/92)

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE TALLAHASSEE. FLORIDA

SPECIAL EFFECTS TANNING, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

The Officers of the Corporation are listed as:

President:

Edward A. Peltz

Secretary:

Edward A. Peltz

Treasurer:

Edward A. Peltz

SECOND:

The Officers shall be amended to state:

President:

John Richard McNally

Vice-President:

Joanna McNally

Secretary:

Joanna McNally

Treasurer:

John Richard McNally

whose addresses shall be the same as the principal address of the Corporation.



THIRD: The Director(s) of the Corporation are listed as:

Edward A. Peltz

FOURTH: The Director(s) of the Corporation shall be changed to:

John Richard McNally Joanna McNally

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The address of the Registered Agent shall be changed to:

SPIEGEL & UTRERA, PA. 1840 Southwest 22nd Street 4th Floor

Miami, Florida 33145

SIXTH: The date of the adoption of this amendment is the 1 May 2002.

SEVENTH: The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

EIGHTH: This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 1 May 2002.

John Richard McNally, Chairman of the

Board of Directors