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June 23, 1998

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

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*****87.50 *****87.50

Re: CDS PUBLISHING, INC.
Our File No.: WIDE.2

Dear Sir or Madam:

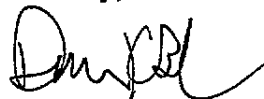
On behalf of our client, CDS PUBLISHING, INC., enclosed are an original and one copy of its Articles of Amendment to the Articles of Incorporation of CDS PUBLISHING, INC., together with our firm check in the amount of \$87.50 in payment of the following charges:

1.	Filing Fee for Amended Articles of Incorporation	\$35.00
2.	Certified copy of Articles of Incorporation	<u>52.50</u>
	Total	\$87.50

Please file the original Articles of Amendment to the Articles of Incorporation and return to me a certified copy of the Articles as filed. Thank you.

If you have any questions, please call me.

Sincerely,



Dale K. Bohner

VS JUL 8 1998

DKB/bc
Enclosures

N/c

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
CDS PUBLISHING, INC.

FILED
98 JUN 25 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CDS PUBLISHING, INC., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. Pursuant to the provisions of section 607.1006, Florida Statutes, this Corporation adopts the following articles of amendment to its articles of incorporation:

"ARTICLE I

The Articles of Incorporation of CDS Publishing, Inc. is hereby amended to change the name of the corporation from "CDS Publishing, Inc." to "Shimmering Moon Publishing, Inc."

2. Except for the change of the Corporations name as stated above, all other provisions of the Articles of Incorporation remain in full force and effect as original adopted and filed with the State of Florida. Specifically, this amendment does not provide for any exchange, reclassification or cancellation of any issued shares of the corporations common stock.

3. The date of this amendment's adoption is June 22, 1998.

4. The amendment was approved by a unanimous vote of all Shareholders and by a unanimous vote of the Board of Directions of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President this 22 day of June, 1998.

CDS PUBLISHING, INC.

By: 

Dennis Wilson, President and
Chairman of the Board

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, under oath, this 22 day of June, 1998 by Dennis Wilson, an individual known to me, in his capacity as President of CDS Publishing, Inc., a Florida corporation, on behalf of the corporation and for the uses and purposes described therein.

sign Elizabeth M. Campoamor
print Elizabeth Campoamor

NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:

#154560.1

