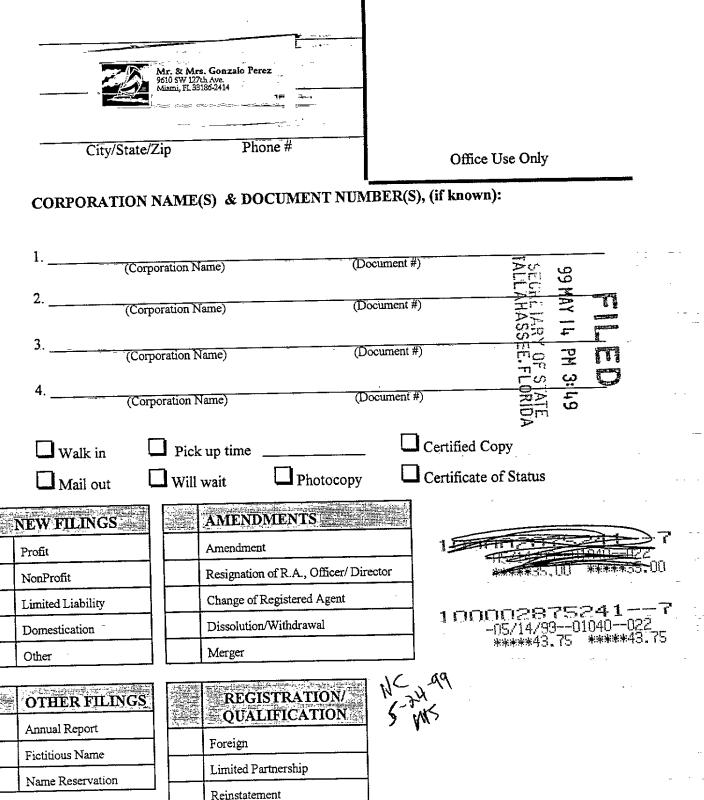
## P98000045389



Trademark

Other

Examiner's Initials

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

 TOOKTOWN INC	
,	
(present name)	

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(s) adopted: (indicate article number(s) being amended, added or deleted)

Atticke I PUTSUANT TO THE REQUIREMENTS
OF FLORIDA STATUTE SECTION GOT. 1006 The Shareholders
OF TOONTOWN, INC., have Agreed Tochange The
CORPOTATE NAME TO;

GOCEL, Inc.

99 MAY IL PH 3: 49
SECREJAKY OF STATE
TALLAHASSEE, FLORIDA

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: May 7 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

u	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by		
<b>L</b>	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signature	Signed this		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Celia Perez Typed or printed name		
	TH COPPOTATOT Title		