

P99000005580

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FILED
00 JUL 21 AM 10:10
TALLAHASSEE, FLORIDA
MEMBER
*FLORIDA BAR
*NEW YORK BAR
*NEW JERSEY BAR

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

July 18, 2000

Sent via regular mail

Florida Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attention: Corporate Amendments

Re: Kids Central Station, Inc. - Document #P99000005580

Dear Sir/Madame:

Kindly please accept the enclosed Corporate Amendment for filing. Enclosed please find a check in the amount of \$35.00 to cover the filing fee.

Should you have any questions or comments, please feel free to contact me.

Thank you.

Law Offices of Joshua G. Gerstin, P.A.


Joshua G. Gerstin, Esq.

JGG:nlm
Enclosure

Amend
7-27-00
PMS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KIDS CENTRAL STATION, INC.

FILED
00 JUL 21 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted:

Article III is hereby amended to read as follows:

(a) The maximum number of shares that this corporation is authorized to have outstanding at any time is **7,500** (the actual number 7,500). Shares of Common Stock, each share having a par value of **\$1.00** (the actual monetary \$1.00).

(b) No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right to the Board of Director(s) may deem advisable in connection with such issuance.

(c) The Board of Director(s) may authorize the issuance from time-to-time shares of its stock of any class, whether now or hereafter authorize, or secure its conversion into shares of its stocks of any class, whether now or hereafter authorize, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the By-Laws of the Corporation.

(d) The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time-to-time by setting or changing the preferences, conversions or other rights, of voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

(e) All shares of the stock of this Corporation may be subject to a Shareholder's Restrictive Agreement, containing numerous restrictions on the rights of Shareholders of the Corporation and transferability of the shares to the stock of the Corporation. A copy of the Shares Restrictive Agreement, if any, is on file at the principal office of the Corporation.

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:

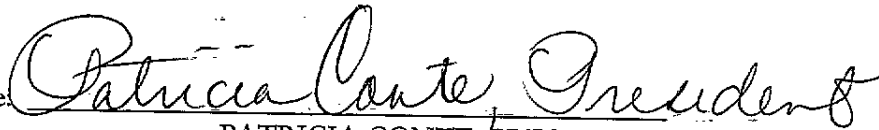
THIRD: The date of each amendment's adoption: June 22, 2000.

FOURTH: Adoption of Amendment:

(☒) The Amendment was approved by the Shareholders. The number of votes cast for the Amendment was sufficient for approval.

Signed this 30th day of June, 2000.

Signature:

Handwritten signature of Patricia Conte in cursive script.

PATRICIA CONTE, PRESIDENT