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TRANSMITTAL LETTER – ARTICLES OF AMENDMENT

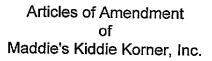
Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

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	c/o SWART BAUMRUK & COMPANY, LLP 717 East Oak Street			
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NOTE: Please provide the original and one copy of the articles.

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Amend





A special meeting of the shareholders and directors of Maddie's Kiddie Korner, Inc., 503 Pine Top Place, Poinciana, FL 34758, was held on June 30, 2000, at 9:00 A.M., at the principal place of business.

The meeting was called for the specific purpose of increasing the maximum number of authorized shares the company can have outstanding at any one time. The number of shares will be increased from 1,000 shares of common stock to 2,000 shares of common stock. Par value of the common stock will remain at \$1.00 per share.

Upon motion duly made and carried by unanimous vote, it was approved by the shareholders and directors:

RESOLVED, that the number of authorized shares has been increased to 2,000 shares of common stock.

These changes shall be effective with the filing of the Articles of Amendment with the Secretary of State.

There being no further business before the board, the meeting was adjourned at 9:30 A.M.

Dated June 30, 2000

Madelin Atkinson, President

STATE OF FLORIDA COUNTY OF OSCEOLA

BEFORE ME, a Notary Public, personally appeared Madelin Atkinson, personally known to me, and signed the Articles of Amendment for Maddie's Kiddie Korner, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 30th day of June 2000.

Valerie A. Lee

Notary Public, State of Florida

VALERIE LEE

NOTARY

My Comm Exp. 6/24/2002

No. CC 754088

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