POODOOQ938 KICKOS Mickassinc@mindspring.com 1298 SW 13th Street, Boca Raton Florida 33486 phone: 561-417-8757 fax: 561-416-9633

September 7, 1999

Florida Department of State Division of Corporations PO Box 63277 Tallahassee, FL 32314

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Dear Sir or Madam:

Here is the Amendments to My Articles of Incorporation, a copy and the fee's required.

Sincerely,

David G. Levitt KickAss Incorporated 1298 SW 13th Street

Boca Raton, Florida 33486 Email: dgl333@mindspring.com

Phone: 561-417-8757 Fax: 561-620-0465

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SECRETARY OF STATE
TALLAHAS SEE, FLORIDA

amend. È N/C

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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Kick Ass Incorporated (doc # P99000029138)
(present name)
Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adop the following articles of amendment to its articles of incorporation:
FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)
Article 1: The name of the corporation shall be amended from Kick Ass Incorporated to Kickass Incorporated
Article 2: The new address for the corporation shall be 1298 SW13th Street Boca Raton FL 33486.
Article 5: Shall be amended to David Levitt 100 shares. (John Moore is to be removed and retain 0 shares)
SECOND: If an amendment provides for an exchange, reclassification or cancellation of issue shares, provisions for implementing the amendment if not contained in the amendment itself, are a follows:
THIRD: The date of each amendment's adoption: September 7, 1999

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

۰,		Ü	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	a . ^ «a-		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"
			The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
		X	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
		S Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
			OR
			(By a director if adopted by the directors)
			OR
			(By an incorporator if adopted by the incorporators)
			David Levitt
			Typed or printed name
			President, Incorporator, Shareholder
			Title

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