

P99000078406

GOLDSTEIN & TANEN, P.A.
ATTORNEYS

SUITE 3250 ONE BISCAYNE TOWER
TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131
(305) 374-3250
TELECOPIER
(305) 374-7632

Via Federal Express

September 28, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32309-0001

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

RE: The Shack, Inc.

Dear Sir:

Enclosed please find the following for filing:

1. Original and one copy of Articles of Amendment to Articles of Incorporation of The Shack, Inc. and check in the sum of \$35.00 for filing same.

Please file these Articles as of September 29, 2000.

Immediately thereafter, please file the enclosed:

2. Original and one copy of Articles of Incorporation of The Shack, Inc. Enclosed is a check in the sum of \$78.75 for filing.
3. Also enclosed is a letter from the President of The Shack, Inc. authorizing the use of the name to be incorporated after The Shack, Inc. has been changed to The Old Shack, Inc.

Please return the filed articles to us in the enclosed pre-paid envelope as quickly as possible. If you have any questions, please don't hesitate to give us a call. Thank you.

Sincerely,

Jeffrey S. Tanen

JST/mjb

Enclosures

M:\Watson\Gelfand Loan 2352.01\HACK\L-Sec State 9-28-00 Articles.wpd

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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VIA FEDERAL EXPRESS

September 28, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32309-0001

RE: The Shack, Inc.

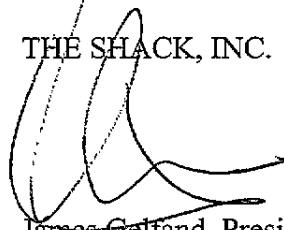
Dear Sir:

Please be advised that I am the President of The Shack, Inc. which was formed on August 30, 1999 and assigned Document No. P99000078406.

Enclosed are Articles of Amendment changing the name of The Shack, Inc. to The Old Shack, Inc. and new Articles of Incorporation incorporating a new company, The Shack, Inc. Since I am the President of the existing corporation and I will be the President of the new corporation, please accommodate this request to incorporate The Shack, Inc. as submitted.

Sincerely,

THE SHACK, INC.

A handwritten signature in black ink, appearing to read 'James Gelfand', is written over the typed name 'THE SHACK, INC.' and the printed name 'James Gelfand, President'.

James Gelfand, President

Enclosures

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION**

OF

THE SHACK, INC.

FILED
00 SEP 29 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation filed August 30, 1999, document number P99000078406.

FIRST: The name of the corporation is amended:

From: THE SHACK, INC.

To: THE OLD SHACK, INC.

SECOND: The amendment was adopted by all of the shareholders and directors on the 28th day of September, 2000.

Dated this 28th day of September, 2000.

THE SHACK, INC.

By: 

James M. Gelfand, President