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March 15, 2002

Secretary of State
Corporation Division
409 E. Gaines Street
Tallahassee, Florida 32399

RE: MOOFISH, INC.
NAME CHANGE TO: NO BONES, INC.

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-03/20/02--01009--003
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Amendment to the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$35.00 to cover filing fees. Please date-stamp the copy and return same to me in the envelope provided for your convenience.

Should you have any questions regarding this matter, please contact me.

Sincerely yours,

J. Daniel Brede

J. DANIEL BREDE cc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JDB:rc
Enclosures

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**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
MOOFISH, INC.**

Pursuant to Florida Statutes Section 607.1003 and 607.0704, the Articles of Incorporation of MOOFISH, INC. are hereby amended pursuant to a written consent in lieu of a meeting executed by the holders of all the Corporation's common stock and all the Corporation's Directors on the 11th day of March, 2002, as follows:

ITEM 1

1. Name. ARTICLE I is hereby amended to read as follows:

**ARTICLE I
NAME**

The name of the corporation is NO BONES, INC.


These Articles of Amendment to the Articles of Incorporation were adopted by the Shareholders with the number of votes cast by such Shareholder being sufficient for approval, and Directors by consent resolution on the 11th day of March, 2002.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 11th day of March, 2002.


JAMES K. TAUBE, President

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TALLAHASSEE, FLORIDA

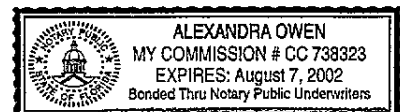
ATTEST:


DEBORAH TAUBE, Secretary

STATE OF FLORIDA)
)ss
COUNTY OF PALM BEACH)

The foregoing instrument was sworn to and acknowledged before me this 11th day of March, 2002, by JAMES K. TAUBE, President and ~~Secretary~~ of MOOFISH, INC., a Florida corporation, on behalf of the Corporation.


Notary Public
My Commission Expires:



JOINT CONSENT RESOLUTION
TO EFFECT NAME CHANGE OF CORPORATION OF
MOOFISH, INC.

Pursuant to Florida Statutes Section 607.1003 and 607.0704, the Board of Directors and Shareholders of MOOFISH, INC., with the number of votes cast by such Shareholders being sufficient for approval, hereby take the following action in lieu of meeting therefor, and all statutory or by-law requirements pertaining to the time, manner and place of same are hereby waived:

WHEREAS, the Corporation desires to change the name of the Corporation to:

NO BONES, INC.

WHEREAS, the Board of Directors recommends to the Shareholders that the above amendment be adopted;

NOW, THEREFORE, let it be,

RESOLVED, that the Articles of Incorporation be amended to change the name of the Corporation to NO BONES, INC.; and

FURTHER RESOLVED, that the proper Officers of the Corporation be, and they hereby are, authorized and directed to execute all such documents and take all such action as such Officers in their discretion deem necessary or appropriate to carry out the intent and purpose of the foregoing Resolution.

IN WITNESS WHEREOF, the undersigned have executed this Resolution this 11th day of March, 2002.



JAMES K. TAUBE
Director and Shareholder



DEBORAH TAUBE
Director and Shareholder

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TALLAHASSEE, FLORIDA