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Amendment

1.) Imaginary Lovers, Inc.
(CORPORATE NAME & DOCUMENT #)

100002994581--2
-09/23/99-01011-013
*****35.00 *****35.00

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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DEPT. OF REVENUE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

G. COULLETTE SEP 23 1999

SPECIAL INSTRUCTIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
IMAGINARY LOVERS, INC.**

Pursuant to Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to it's Articles of Incorporation:

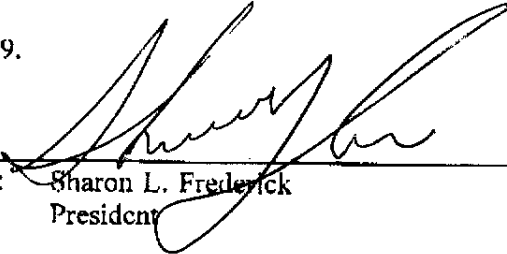
FIRST: The name of the Corporation is IMAGINARY LOVERS, INC.

SECOND: Article 4 of the Articles of Incorporation is hereby deleted in its entirety and Article 5 shall be renumbered as Article 4.

THIRD: The date of the adoption of this Amendment was September 21st, 1999.

FOURTH: The foregoing Amendment was approved by the sharcholders. The number of votes cast for the Amcndment was by a unanimous vote.

Signed this 21st day of September, 1999.


By: Sharon L. Frederick
Its: President

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