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& Kelly, P.A.**  
ATTORNEYS AT LAW

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**P99000103163**

December 6, 1999

100003066051--7

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

-12/09/99--01097--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Thomas' #1, Inc., Articles of Amendment  
name change to Thomas' 1st Class, Inc.

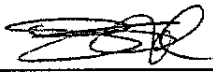
Dear Sir or Madame:

Enclosed please find an original and one (1) copy of the Articles of Amendment to Articles of Incorporation of Thomas' #1, Inc. Also enclosed is this firm's check in the amount of \$35.00 to cover the costs of filing this Amendment.

Thanking you in advance for your prompt attention to this matter, I remain,

Very truly yours,

HERSCH & KELLY, P.A..

By:   
Larry S. Hersch

LSH/sss  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC -9 AM 10:16

*Name Change  
LFS 12-17-99*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
THOMAS' #1, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 DEC -9 AM 10:16

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** Amendment adopted: Article I is being amended to:

**THOMAS' 1ST CLASS, INC.**

**SECOND:** If an Amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the Amendment if not contained in the Amendment itself, are as follows:

N/A

**THIRD:** The date of each Amendment's adoption: December 6, 1999.

**FOURTH:** The Adoption of the Amendment was approved by the shareholders. The number of votes cast for the Amendment were sufficient for approval.

Signed this 6th day of December, 1999.

Shannon K. Bodi  
Shannon K. Bodi  
Printed Name, Title  
Shannon K. Bodi, Secretary/Treasurer

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