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TALLAHASSEE, FLORIDA

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February 19, 2001

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

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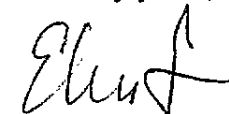
Re: EUROPEAN PLAY AND FREETIME CORPORATION
Document Number: P99000108850
Our File No: R21207/71674

Dear Sir or Madam:

Enclosed please find the original Articles of Amendment to the Articles of Incorporation for the above referenced Corporation, together with our check in the amount of \$43.75 for the filing fee and one certified copy.

Kindly return a certified copy of these Articles as soon as possible. Should you have any questions, please do not hesitate to contact me.

Sincerely yours,



Elise B. Genzmer
For the Firm

Enclosure

EBG/ol

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Amend
T. LEWIS FEB 26 2001

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

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01 FEB 22 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EUROPEAN PLAY AND FREETIME CORPORATION

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: ARTICLE III of the Articles of Incorporation of EUROPEAN PLAY AND FREETIME CORPORATION, is hereby amended to read:

III. SHARES:

The authorized capital stock of this Corporation shall consist of ONE MILLION (1,000,000) shares of common stock, at TEN DOLLARS (\$10.00) par value per share.

SECOND: The foregoing Amendment was adopted on the 8th day of February, 2001.

THIRD: The amendment was approved by the unanimous vote of the Shareholders. The number of votes cast for the amendment was sufficient for approval.

The undersigned has executed these Articles of Amendment this 8th day of February, 2001.

EUROPEAN PLAY AND FREETIME
CORPORATION

By: 
Dieter Roth, President