

Division of Corporations

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V05339

## Florida Department of State

Division of Corporations  
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## BASIC AMENDMENT

ATTRACTIONS PLUS, INC.

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ARTICLES OF AMENDMENT TO THE ARTICLES  
OF INCORPORATION OF SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
ATTRACTIONS PLUS, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article III, Capital Stock, is hereby amended to read as follows:

"ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 20,000,000 shares of common stock having \$.001 par value per share."

2. The number of votes cast for the approval of the amendment by the Shareholders on the 12<sup>th</sup> day of November, 1999, was sufficient for approval.

3. The Amendment will be implemented by issuing a 6,000 to 1 stock split with respect to the issued and outstanding shares of stock.

DATED: 11/12, 1999.

ATTRACTIONS PLUS, INC.

BY J. Scott Fenimore  
J. Scott Fenimore, President

This Instrument Prepared By:  
Jack J. Geller, Esq.  
2560 Gulf to Bay Boulevard, Suite 300  
Clearwater, FL 33765  
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Florida Bar No. 0243991

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