



V28538

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

February 2, 1999

Re: Articles of Amendment

To Whom It May Concern:

Please be advised that we are submitting our request for amending our current Articles of Incorporation. The current name of our corporation is Wax Photographics, Inc. The amendment calls for our name to be changed to Wax & Company, Inc. Please find the enclosed check for the filing fee of \$35.00, plus 1 certified copy @ \$8.75 and 1 certificate of status @ \$8.75, totaling \$52.50. If there are any further questions regarding this request please feel free to contact me at 305-674-9542 ext.18.

Sincerely,

Heather Mickley

Heather Mickley
Office Manager

enclosure

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-02/05/99--01003--008
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99 FEB -5 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

WAX PHOTOGRAPHICS, INC.

(present name)

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(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 1 - NAME - DELETE WAX PHOTOGRAPHICS, INC.
ADD NEW NAME - WAX & COMPANY, INC.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: 1/29/99

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

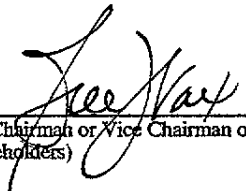
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 29 day of January, 19 99.

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

WILLIAM E. WAX

Typed or printed name

PRESIDENT, CEO, CHAIRMAN OF THE BOARD
Title