

PO5000035113

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer

Diane Heinz

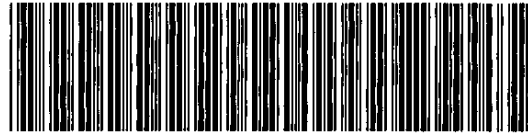
AUTHORIZATION BY PHONE

CORRECT *Shareholder Approval*

DATE *08-10-06*

DOC. EXAM. *D. Connell*

Office Use Only



700077845917

07/31/06--01046--009 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 JUL 31 PM 4:15

*Name Change
&
Amendment*

D. CONNELL AUG 10 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Fotos to Portraits

DOCUMENT NUMBER: PO5000035113

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Diane K. Heinz

(Name of Contact Person)

Diane K. Heinz, P.A.

(Firm/ Company)

1699 Las Casas Road

(Address)

Boca Raton, Fl. 33486

(City/ State and Zip Code)

For further information concerning this matter, please call:

Diane K. Heinz

(Name of Contact Person)

at (561) 239-8747 Cell

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Articles of Amendment
to
Articles of Incorporation
of**

FOTOS 2 PORTRAITS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

PO5000035113

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

F2P, Inc.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

An Additional "Officer/Director" is being added: as "Vice President":

Heinz, Diane K.

1699 Las Casas Road

Boca Raton, Fl. 33486

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 JUL 31 PM 4:15

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

Voting Percentages: John D. Dent - 50% Diane K. Heinz 50%

100 Shares of Stock. John Dent owns 50 shares, Diane K. Heinz owns 50 shares.

(continued)

The date of each amendment(s) adoption: June 13th, 2006

Effective date if applicable: June 13th, 2006
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

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

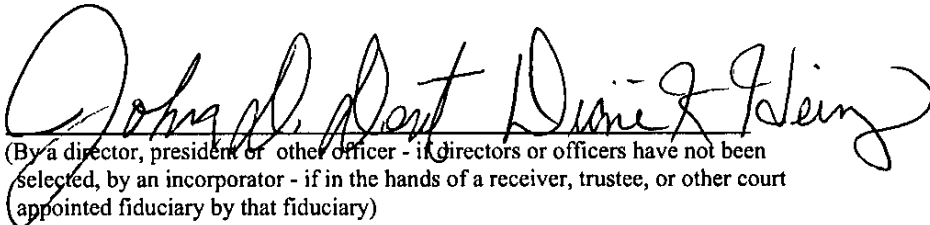
The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"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.

Signature


(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

John D. Dent and Diane K. Heinz

(Typed or printed name of person signing)

President and Vice President

(Title of person signing)

FILING FEE: \$35