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LAW OFFICES OF

ROBERT I. CLAIRE, ESQUIRE, P.A.

ROBERT I. CLAIRE
ATTORNEY AT LAW
CERTIFIED PUBLIC ACCOUNTANT

SUITE 106
7280 WEST PALMETTO PARK ROAD
BOCA RATON, FLORIDA 33433

TELEPHONE (561) 391-5555
FAX (561) 395-5012

October 31, 2000

VIA FEDERAL EXPRESS

State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV - 1 AM 10:18

RE: EYETEMS INTERNATIONAL NO. 114, INC.

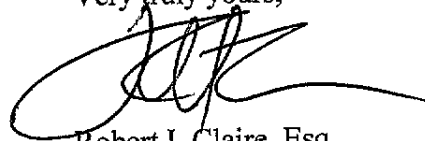
Dear Sir/Madam:

Enclosed please find check in the amount of \$35.00 for filing of Articles of Amendment to the Articles of Incorporation for the above-referenced corporation.

Your expediency in returning the filed Articles of Amendment is appreciated.

Should you have any questions, please do not hesitate to call our office.

Very truly yours,



Robert I. Claire, Esq.

RIC/cg
Enclosures/chk.

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*****35.00 *****35.00

N/C

V. SHEPARD NOV 14 2000

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

ORLANDO PREMIUM OUTLET, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV -1 AM 10:18

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

FIRST:

The name of the corporation has been amended as follows:

EYETEMS INTERNATIONAL NO. 114, INC.

SECOND:

The effective date of this amendment is - October 30, 2000.

THIRD:

The foregoing Amendment(s) was adopted by the Board of Directors and approved by the unanimous consent of all Shareholders of the Corporation on October 30, 2000.

Signed this 30th day of October, 2000.

ORLANDO PREMIUM OUTLET, INC.
n/k/a EYETEMS INTERNATIONAL NO. 114, INC.

BY: _____

Jaime Godur, President

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 30th day of October, 2000, by Jaime Godur, President of ORLANDO PREMIUM OUTLET, INC. n/k/a EYETEMS INTERNATIONAL NO. 114, INC. who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

My commission expires:

NOTARY PUBLIC



Robert Claire
MY COMMISSION # CC630247 EXPIRES
March 27, 2001
BONDED THRU TROY FAIN INSURANCE, INC.