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**ARTICLES OF AMENDMENT
OF
GFI HOLDINGS, INC.**

1.

The name of the corporation is GFI HOLDINGS, INC. (the "Corporation") and its document number is P07000041599.

2.

The Articles of Incorporation of the Corporation as heretofore granted by the Secretary of State of the State of Florida filed on April 3, 2007, are hereby amended in that the name of the Corporation is changed from GFI HOLDINGS, INC. to GLASSFLAKE INTERNATIONAL, INC. To effect this change, the heading and Article I of the Articles of Incorporation of the Corporation are hereby amended, insofar as they refer to the name of the Corporation to read GLASSFLAKE INTERNATIONAL, INC. in lieu of GFI HOLDINGS, INC.


3.

The proposed amendment of the Articles of Incorporation as set forth in Paragraph 2 hereinabove was approved on April 4, 2007, by unanimous written consent of all of the directors and all of the shareholders of the Corporation owning all of the voting stock of the Corporation. The number of votes cast by such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, GFI HOLDINGS, INC. has caused its duly authorized corporate officer to execute these Articles of Amendment as of the 4th day of April, 2007.

GFI HOLDINGS, INC.

By:
Name:
Title:



CLIVE HARPER

DIRECTOR

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