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ARTICLES OF AMENDMENT

OF

SANDY'S COVE, INC.

The undersigned sole shareholder and member of the Board of Directors of SANDY'S COVE, INC. hereby presents these Articles of Amendment of a corporation under the Florida General Corporation Act and other laws of the State of Florida:

Amendment 1: The name of this corporation shall be changed to GOLD DOLPHIN JEWELERS, INC. adopted on April 6, 1998.

President

Robert A. Routa

Secretary

Robert A. Routa

Sole Shareholder Robert A. Routa

STATE OF FLORIDA COUNTY OF WAKULLA

(SEAL)

Before the undersigned authority, personally appeared Robert A. Routa, to me well known to be the person described in, and who executed the foregoing Articles of Amendment and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

Witness my hand and seal this 6th day of April, 1998.

Krinberly S. Ducker Notary Public

