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March 6, 1997

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

100002108221--8
-03/10/97--01055--018
*****70.00 *****35.00

Attention: Amendment Section

Re: Article of Amendment to Articles of Incorporation of Memory House, Inc. and MHI Memory, Inc.

Dear Sir or Madame:

Enclosed herein you shall find Articles of Amendment to Articles of Incorporation for Memory House, Inc. and MHI Memory, Inc. The sole 100% shareholder of both of these corporation is the same individual, Janildo O. DaSilva, and he desires to change the names of each of the aforementioned corporations to the names identified in the respective Articles of Incorporation. As sole shareholder of MHI Memory House, Inc. he authorizes that the formerly known firm as Memory House, Inc., of which he is also 100% shareholder, shall acquire the name of the second corporation, MHI Memory House, Inc. This firm is also enclosing a check in the amount of $70.00 representing the cost as to the Articles of Amendment, together with a self-addressed stamped envelope for your verification of these changes.

Should you have any additional questions, please do not hesitate to contact the undersigned. On behalf of our client, we thank you for any courtesies which you may extend in filing the attached Articles of Amendment.

Sincerely,

SH 3/11
NC

OSCAR J. VILA, III

FILED
97 MAR 10 PM 12:51

OJV:cm
Encls.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MEMORY HOUSE, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: Amendment(s) adopted:
Change Corporate Name to:

MHI MEMORY HOUSE, INC.

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

THIRD: The date of each amendment's adoption: March 5, 1997.

FOURTH: Adoption of Amendment(s)

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

_x_ 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 ________________________________.

Signed this 5th day of March, 1997.

Prepared by
Oscar J. Vila, III, Esq. (Fla. Bar #899976)
Vila & Padron, P.A.
338 Minorca Ave
Coral Gables, FL 33134

Signature [signature]
Janildo O. DaSilva, President