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SECRETARY OF CORPORATION  
98 MAY -8 PM 1:30  
DIVISION OF CORPORATION

LAW OFFICES

*Daniels, Kashtan & Fornaris, P.A.*

SEVILLA CENTER

241 SEVILLA AVENUE • PENTHOUSE TWO  
CORAL GABLES, FLORIDA 33134

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

5-14-98

Examiner's Initials

CC

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
THE SECOND PAIR, INC.**

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

**VI. BOARD OF OFFICERS AND DIRECTORS**

This corporations numbers of officers and directors shall be changed to two officers and directors. The officers and directors shall be as follows:

Michael F. Kashtan, Director/President 241 Sevilla Avenue, PH 2  
Coral Gables, Florida 33134

Nelson F. Castellanos, Director/Vice  
President 6230 SW 8 Street  
Miami, Florida 33144

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:

N/A

THIRD: The date of each amendment's adoption: January 2, 1998

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were approved by the shareholders. The numbers 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

\_\_\_\_\_."

\_\_\_\_\_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.

Signed this 6th day of May 1998.

Signature: \_\_\_\_\_

(By Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Michael F. Kashtan

Typed or Printed Name

President

Title

Prepared By:

Michael F. Kashtan, Esq.  
Daniels, Kashtan & Fornaris, P.A.  
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305 448-7988  
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