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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: LUIS CREAKES. PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: BARRY PANDISCIO DESIGN, INC.

AUDIT NUMBER...... H98000005924

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is Barry Pandiscio Holdings, Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the name of the Corporation is changed from Barry Pandiscio Holdings, Inc. to Joyce Pandiscio, Inc.

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on the date shown below.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Barry Pandiscio Holdings, Inc.

Name: PARTY FANDISC

Title: PRESIDENT.

Date: 5.24.95

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RETARY OF STATE
LANDASSEE, FLORID

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686