## P. 980000003554

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September 25, 2001

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Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re:

Concept! Miami, Inc., a Florida corporation: Amendment to Articles of Incorporation

Our File No. 031449.000

Dear Sir or Madam:

In accordance with the provisions of Sections 607.1006 and 607.0120 of the Florida Statutes, enclosed please find the following documents pertaining to the amendment to the Articles of Incorporation of the above referenced corporation:

- 1) Executed original and one exact or conformed copy of the Articles of Amendment; and
- 2) Our firm's check in the amount of \$35.00 for the filing fee.

Please return a date stamped copy of the Articles of Amendment to the Articles of Incorporation in the enclosed self-addressed postage paid envelope. If you have any questions, please call me at (404) 815-3777.

Thank you for your assistance in this matter.

Very truly yours,

SMITH, GAMBRELL & RUSSELL, LLP G

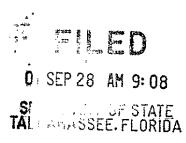
Priscilla A. Forbes Corporate Paralegal

Enclosures

cc:

Simone von Werden Kraus, Esq.

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



CONCEPT! MIAMI, INC.	 
(present name)	

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

FTRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

The Articles of Incorporation of the Corporation shall be amended by deleting the SECOND Article thereof in its entirety and substituting the following in lieu of the SECOND Article:

"SECOND: The street address and mailing address of the principal office of the Corporation is 800 Douglas Road, Suite 355, Coral Gables, Florida 33134."

**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: May 1, 2001	
FOURTH:	Adoption of Amendment(s) (CHECK ONE)	
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	
	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.	
Signature	Signed this	
	OR	
	(By a director if adopted by the directors)	
	OR	
	(By an incorporator if adopted by the incorporators)	
	Hans-Michael Kraus Typed or printed name	
	Appea of printed name	
	Secretary	
	Title	