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FAX #: (850)922-4000

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735  
(904)561-1025

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NAME: A & A FENCES, INC. AUDIT NUMBER.....H98000002233 DOC  
TYPE.....BASIC AMENDMENT CERT. OF STATUS..0 PAGES..... 1  
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ARTICLES OF AMENDMENT  
A&A FENCES, INC.  
Charter No. 578740

A Special Meeting of the Board of Directors and Shareholders of A&A Fences, Inc. was held in the offices of the corporation on February 2, 1998.

Arthur Aaron and Marjorie Aaron, being all of the Shareholders, Officers and Directors of the Corporation were present. Arthur Aaron conducted the meeting and recorded the minutes thereof.

President, Arthur Aaron, stated that the sole order of the business was considering amending the Articles of Incorporation to change the Corporate name.

Upon motion duly made and seconded, the following resolution was unanimously adopted:  
RESOLVED, Article I of the Articles of Incorporation be changed to read as follows:

ARTICLE 1 - NAME

The name of the Corporation shall be:

AKA DESIGNS, INC.

The foregoing Amendment of the Articles of Incorporation was unanimously approved and adopted by the directors and shareholders of the Corporation on the 2 day of February 1998.

There being no further business, the meeting was adjourned.

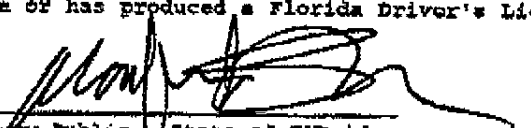
Respectfully submitted,



Arthur Aaron

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of Feb. 1998 by Arthur Aaron, President of A&A Fences, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced a Florida Driver's License as identification and did take an oath.

  
Notary Public - State of Florida  
Printed Name: Alan R. Simon  
My Commission Expires:

Instrument Prepared by:  
Kenneth M. Kaleel, Esq.  
Florida Bar No. 616087  
555 N. Congress Avenue  
Suite 301  
Boynton Beach, Florida 33426  
561/738-1104



ALAN RICHARD SIMON  
My Commission 00000188  
Expires Dec. 29, 1998  
Bonded by NFP&J  
800-324-6368

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