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Florida Department of State
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To:
Division of Corporations
Fax Number : (850)205-0380

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

I-ANTIQUESAUCTION.COM, INC.

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PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1 I-Antiqueauction.com, Inc.

Name of corporation as it appears on the records of the Department of State.

2 Delaware

Incorporated under the laws of

3 4/27/2000

Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the law of its jurisdiction of incorporation? _____

5 Photo America, Inc.

Name of the corporation after the amendment, adding a suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration _____

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction _____

8. Other provisions.

I-Antiqueauction.com, Inc.

By: James Kalimi Secretary

Name: James Kalimi

Title: Assistant Secretary

Date: 8/16/01

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

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE SAID "I-ANTIQUESAUCION.COM, INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PHOTO AMERICA, INC." ON THE SEVENTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THE SAID "PHOTO AMERICA, INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CONCEPT DIGITAL, INC.", ON THE EIGHTEENTH DAY OF APRIL, A.D. 2001, AT 11:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CONCEPT DIGITAL, INC.", IS THE LAST KNOWN TITLE OF RECORD OF THE AFORESAID CORPORATION.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3149198 8321

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AUTHENTICATION: 1278442

DATE: 08-03-01