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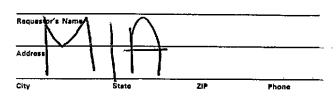
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CORPORATION(S) NAME

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( ) Foreign	( ) Dissolution	
( ) Limited Partnership	( ) Annual Report	( ) Other
( ) Reinstatement	( ) Reservation	( ) Change of Registered Agent
( ) Certified Copy	( ) Photo Copies	( ) Mark  ( ) Other ( ) Change of Registered Agent  ( ) Certificate Under Seal  ( ) After 4:30
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Acknowledgment

W.P. Varifier

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Imagen Creative Group, Inc.

[present name]

(Document Number of Corporation (If known)

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

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

Imagen Marketing Agency, Inc. 815 Ponce De Leon Blvd., #100 Miami, FL 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: NOV-28, 2001		
FOURTE	: Adoption of Amendment(s) (CHECK ONE)		
<b>(2</b> )	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	he 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 eparately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by(voting group)		
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
C			
	Signed this 28 day of November 2001		
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
(Typed or printed name)			
	(Title)		

**>**