

L18003

VANDERKAM & SANDERS

440 LOUISIANA, #475  
HOUSTON, TEXAS 770023  
(713) 547-8900 PHONE  
(713) 547-8910 FACSIMILE

February 28, 2001

Secretary of State  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

100003790901--6  
-03/01/01--01041--022  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Treasures & Exhibits International, Inc.

Gentlemen:

Enclosed please find Articles of Amendment to the Articles of Incorporation of Treasure & Exhibits International, Inc. changing its name to Affinity International Marketing, Inc. Please file this document in the appropriate records and return a file stamped copy directly to the undersigned in the enclosed pre-address pre-posted envelope. A check in the amount of \$35.00 is included for the filing fees.

Sincerely,  
VANDERKAM & SANDERS

  
Hank Vanderkam

HV:avw  
Enclosure

FILED  
01 MAR - 1 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ac 3/6  
n/c

AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
TREASURE AND EXHIBITS INTERNATIONAL, INC.

The undersigned officers and directors of TREASURE AND EXHIBITS INTERNATIONAL, INC. (the "Corporation"), hereby certify that on January 19, 2001, following a special meeting of the Company's Shareholders and Directors a Resolution for amendment of the Articles of Incorporation was adopted and approved by a majority of the Shareholders, the number of votes cast was sufficient for approval (18,967,901 of 34,990,756). The amendment is as follows:

ARTICLE 1, of the certificate of incorporation is hereby deleted and shall no longer be in force and effect

And in its place instead the following is inserted:

ARTICLE - NAME OF CORPORATION

The name of the corporation shall be "AFFINITY INTERNATIONAL MARKETING, INC."

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors and the President and Secretary of this Corporation have executed this Amendment to the Articles of Incorporation of TREASURE AND EXHIBITS INTERNATIONAL, INC., this 16<sup>th</sup> day of February 2001,

TREASURE AND EXHIBITS INTERNATIONAL, INC.

By: Kenneth DeFillipo  
Kenneth DeFillipo, Chairman of the Board of Directors

By: Kenneth DeFillipo  
Kenneth DeFillipo, President

By: \_\_\_\_\_  
Deborah Stanley, Secretary

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAR - 1 PM 2:17

FILED

FROM :

NMB MAYOR & LUNNILL

PHONE NO. : 5617500412  
FAX: 1-505-761-3330

Feb. 19 2001 12:03PM P2

PHONE NO. : 5617500412

Feb. 19 2001 10:37AM P3

**AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
TREASURE AND EXHIBITS INTERNATIONAL, INC.**

The undersigned officers and directors of TREASURE AND EXHIBITS INTERNATIONAL, INC. (the "Corporation"), hereby certify that on January 19, 2001, following a special meeting of the Company's Shareholders and Directors a Resolution for amendment of the Articles of Incorporation was adopted and approved by a majority of the Shareholders, the number of votes cast was sufficient for approval (13,967,901 of 34,990,756). The amendment is as follows:

ARTICLE 1, of the certificate of incorporation is hereby deleted and shall no longer be in force and effect

And in its place instead the following is inserted:

**ARTICLE - NAME OF CORPORATION**

The name of the corporation shall be "AFFINITY INTERNATIONAL MARKETING, INC."

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors and the President and Secretary of this Corporation have executed this Amendment to the Articles of Incorporation of TREASURE AND EXHIBITS INTERNATIONAL, INC., this 16<sup>th</sup> day of February 2001,

TREASURE AND EXHIBITS INTERNATIONAL, INC.

By: Kenneth DeFilippo  
Kenneth DeFilippo, Chairman of the Board of Directors

By: Kenneth DeFilippo  
Kenneth DeFilippo, President

By: Deborah Stanley  
Deborah Stanley, Secretary

*Before me appeared Deborah Stanley - & provided her  
license.*

*John B. Cipriano*

JOHN B. CIPRIANO  
Notary Public - State of Florida  
My Commission Expires Jul 15, 2004  
Commission # CC930718

FROM :

PHONE NO. : 5617500412

Feb. 19 2001 10:37AM P4

### ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF Miami-Dade

On this 19<sup>th</sup> day of February 2001, before me the undersigned officer, duly authorized to take Acknowledgements, personally appeared Kenneth DeFillipo, Chairman of the Board of Directors and President of TREASURE AND EXHIBITS INTERNATIONAL, INC, who; [ ] is personally known to me, or [ ] did produce D/L as identification and ~~Deborah Stanley, Secretary of TREASURE AND EXHIBITS INTERNATIONAL, INC who; [ ] is personally known to me, or [ ] did produce~~ he as identification, and that ~~they~~ he, as such director and officers, respectively, being duly authorized to do so, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by ~~themselves~~ himself as such officer and director of the corporation and ~~they~~ he did not take an oath.

SWORN TO AND SUBSCRIBED before me on this 19<sup>th</sup> day of February, 2001.



Mark S. Sussman  
Commission # CC 936648  
Expires July 1, 2004  
Bonded Through  
Atlantic Bonding Co., Inc.

Mark S. Sussman

Notary Public

Mark S. Sussman

Printed Name

[seal]

My Commission expires: