

L30941



ACCOUNT NO. : 072100000032

REFERENCE : 724379 80974A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
00 JUN -8 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 8, 2000

ORDER TIME : 9:33 AM

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-06/08/00--01028--005

ORDER NO. : 724379-005

*****35.00 *****35.00

CUSTOMER NO: 80974A

CUSTOMER: Beverly Donnelly, Legal Asst
Popkin & Shurpin, P.A.
Suite 114
2499 Glades Road
Boca Raton, FL 33431

DOMESTIC AMENDMENT FILING

NAME: DESIGN IMPRESSIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
00 JUN -8 AM 10:37
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

JUN 08 2000

CC

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
DESIGN IMPRESSIONS, INC.

FILED
JUN - 8 AM 10:50
SECRETARY OF STATE
PALM BEACH, FLORIDA

1. The name of the corporation is DESIGN IMPRESSIONS, INC.
2. Article six (6) of the Articles of Incorporation of the Corporation is hereby amended to add an officer of the corporation, whose name and address is as follows:

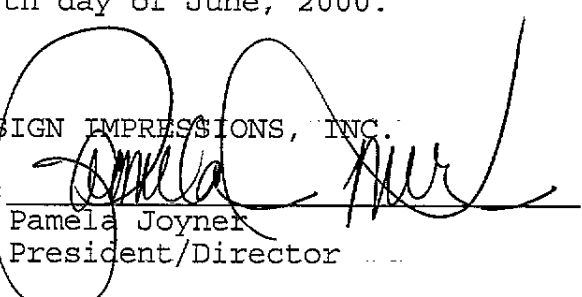
Andrea Zarins - Vice President
1001 Clint Moore Road, #100
Boca Raton, FL 33487

3. The foregoing Amendment was adopted by the President/Director and Shareholder of the Corporation on the 6th day of June, 2000 pursuant to Section 607.187(2), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 6th day of June, 2000.

DESIGN IMPRESSIONS, INC.

By:


Pamela Joyner
President/Director

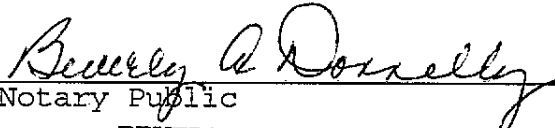
STATE OF FLORIDA)

COUNTY OF PALM BEACH)

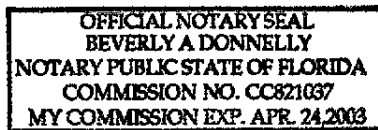
I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Pamela Joyner as President of Design Impressions, Inc., to me known to be the person described in and who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that she

executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 6th day of June, 2000.


Notary Public
BEVERLY A. DONNELLY

My commission expires:



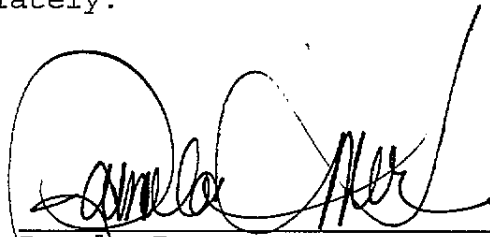
SPECIAL MEETING OF BOARD OF DIRECTORS AND SHAREHOLDERS
OF
DESIGN IMPRESSIONS, INC.

The Special Meeting of the Board of Directors of DESIGN IMPRESSIONS, Inc. was held on June 1, 1998 at 2499 Glades Road, Suite 114, Boca Raton, FL 33431 at 10:00 A.M. Those present were: Pamela Joyner, being all of the Directors and Shareholders of the Corporation.

Upon motion duly made, seconded and unanimously carried it was

RESOLVED, that Andrea Zarins would become the Vice President of the corporation effective immediately.

DATED: June 1, 1998



Pamela Joyner
President