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NEW FILINGS	<u>AMENDMENTS</u>	
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OTHER FILINGS	REGISTRATION/Q	UALIFICATION
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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FASHION OPTICAL CENTER, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted: The Article's are amended to read:

The Mailing address of the Corporation is:

Fashion Optical Center, Inc. 3682 W. Oakland Park Blvd. Lauderdale Lakes, FL 33311

SECOND: The Article's are amended to read:

The Name and Address of the Registered Agent of the Corporation is:

Amir Cukierman 3682 W. Oakland Park Blvd. Lauderdale Lakes, FL 33311

THIRD: The Article's are amended to read:

Remove: Robert Balgley as Officer/Director

Add: The

The Officer/Director of the Corporation shall be:

Amir Cukierman: Director/President

FIFTH: The amendment(s) were approved by the shareholders. The number of votes cast for the amendment(s) were sufficient for approval.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Amended Articles of Incorporation under the laws of the State of Florida, this day of January, 20 %1.

Amir Cukierman, President

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Having been named Registered Agent to accept service of process for the above stated Corporation, at the place designated in the above and foregoing Amended Articles of Incorporation, I, <u>Amir Cukierman</u>, being familiar with and hereby accepts the obligations of the position of the Registered Agent under the applicable provisions of the Florida Statutes.

Amir Cukierman Registered Agent