P00000004413

Monday, March 06, 2000

Division of Corporations Attn.: Amendment Section PO Box 6327 Tallahassee, FL 32314

Dear Division of Corporations,

Enclosed please find a check for \$35.00 to cover our filing of articles of amendment.

Thank you for your help.

Respectfully,

Barbara Perez, Secretary 375 East 1st Avenue Hialeah, FL 33010 200003163792--7 -03/03/00--01066--004 *****35.00 ******35.00

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SECRETARY OF STATE
TAILAHASSEE, FLORIDA

Of Mary 3/30

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Junious Downtown, Inc.
(present name)

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

The name of the corporation is Juniors Uptown, Inc.

The document number of this corporation is p00000004613



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: March 5, 2000
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
ጆ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The 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 separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval byvoting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 6 day of March, 00.
Signatur	(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)
	Porbara Perez Typed or printed name
	Secretary