

P 00000020765

ROLANDO E. LEIVA, C.P.A., P.A.
LAKESIDE COMMONS OFFICE PARK
7400 S.W. 50th TERRACE, SUITE 302
MIAMI, FLORIDA 33155
TELEPHONE # (305) 663-1511 FAX # (305) 663-3350

August 21, 2001

DESIGN REPUBLIC, INC.
1650 NE 115th PMH
MIAMI - FL 33181

TO: DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

FROM: ROLANDO E. LEIVA, C.P.A.

REF: DESIGN REPUBLIC, INC.

Please amend the articles of the above named corporation.

Respectfully submitted,

Rolando E. Leiva, C.P.A.

*Amend
9-17-01
RLS*

400004578084-41
-09/10/01--01087--005
*****35.00 *****35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 SEP 10 AM 9:41

FILED

*ROLANDO E. LEIVA, C.P.A., P.A.*7400 SW 50 TERR., #302*MIAMI, FL*

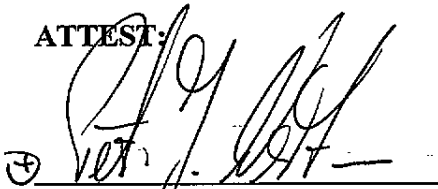
CERTIFICATE OF APPROVAL OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
DESIGN REPUBLIC, INC.

We, the undersigned, being the President and Secretary of DESIGN REPUBLIC, INC. hereby certify that the Board of Directors of the corporation AND SHAREHOLDERS did unanimously approve and recommend, on the AUGUST 21, 2001, at a meeting duly called for the purpose, that the Articles of Incorporation of DESIGN REPUBLIC, INC., heretofore filed and approved in the office of the Secretary of State, State of Florida, on the FEBRUARY 23, 2000 be amended in the manner set forth in the attached page and did propose said amendment to the stockholders of the corporation who unanimously approved the amendments.

WE DO FURTHER CERTIFY that at a meeting duly called for that purpose, a majority of stockholders of the corporation did approve the foregoing amendment on the AUGUST 21, 2001.

IN WITNESS WHEREOF, the President/Secretary of the corporation has hereunto affixed his signature, and also affixed the corporate seal this AUGUST 21, 2001.

ATTEST:



President/Secretary
PETER WEITMANN


FILED
01 SEP 10 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF DADE

I DO HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County above named the take oaths and acknowledgements, personally appeared PETER WEITMANN, President and Secretary of to me well known to be the individual described in and who executed the foregoing Amendment to Certificate of Incorporation and they acknowledged before me that the matters and things contained therein are true, and they did execute the same for the purposes therein expressed.

WITNESS my hand and seal in the County and State named above, this the AUGUST 21, 2001.

MY COMMISSION EXPIRES:



NOTARY PUBLIC
Notarial seal
page 2 of 3



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DESIGN REPUBLIC, INC.

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

The Certificate of incorporation of DESIGN REPUBLIC, INC. assigned document number P00000020765, heretofore approved and filed in the office of the Secretary of State of Florida, on FEBRUARY 23, 2000 is hereby amended in the following particular:

ARTICLE # V.a – MAILING ADDRESS OF BUSINESS

The board unanimously approved to change the mailing address of business as follows:

From: 555 N.E. 34TH Street, Suite #203
Miami, FL 33137

To: 1650 N.E. 115TH Street, PH 1
Miami, FL 33181