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Susana Rice Roque

May 10, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
MAY 22 AM 8:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RE: Name of Corporation: ARTS & HANDS, INC.
Filed on: 4/04/2000
Document Number: P00000034013
EIN #: 65-1002473
Current Address: 9200 S. Dadeland Blvd., Suite 603, Miami, FL 33156

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Dear Sir/Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation for the above corporation, and the filing fee in the sum of \$35.00. Also, we are sending the fee in the sum of \$8.75 to receive a Certified Copy of the Amendment. Please send us a copy of the registered amendment in the enclosed envelope.

If you should have any questions, please do not hesitate to contact our office.

Sincerely,

CUEVAS & RUBIN, P.A.


Andrew Cuevas, Esq.

AC:sf

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6-5-00
DMS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
00 MAY 22 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTS & HANDS, 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: Amendments(s) adopted:

A) Article I is hereby amended to change the name of the corporation to ART & HANDS, INC.

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:

N/A

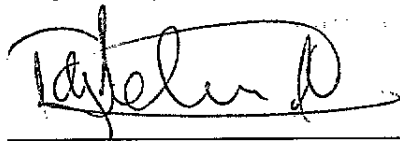
THIRD: The date of the adoption of the aforementioned amendments is May 10, 2000.

FOURTH: Adoption of Amendment(s):

X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this 10th day of May, 2000.

Signature:



(By Director or President)

Freddy Lehner Toro
Typed or printed name

Director/President
Title