P00000038295

RAY'S SOUND & VIDEO, INC. 7389 NW 47TH PLACE LAUDERHILL, FLORIDA 33319

June 26, 2000

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Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re:

Articles of Amendment to the Articles of Incorporation of

Ray's Sound & Video, Inc.

Dear Madam or Sir:

Enclosed here within please find the original and one (1) copy of the Articles of Amendment to the Articles of Incorporation of Ray's Sound & Video Inc., together with a check in the amount of \$35.00 to cover the filing fees.

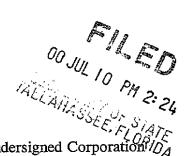
Please file the Articles of Amendment and return a certified copy to the undersigned.

Very truly yours,

Raymond A. Rifice

Enclosure

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF RAY'S SOUND & VIDEO, INC.



Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned Corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation.

The document number of this Corporation is P00000038295.

1. Article II of the Articles of Incorporation entitled "Principal Office" is hereby amended to state the following:

The mailing address of this corporation shall be:

7389 NW 47th Place Lauderhill, Florida 33319

- These Amendments to the Articles Of Incorporation of Ray's Sound & Video, Inc. were approved by a unanimous vote of the directors at a special meeting called for this purpose.
- These Amendments to the Articles of Incorporation of Ray's Sound & Video, Inc. were approved by a unanimous vote of the Shareholders at a special meeting called for this purpose on 06-26-00.

This Amendment is dated this 26th day of June, 2000

RAY'S SOUND & VIDEO, INC.

STATE OF FLORIDA COUNTY OF Broward

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the aforesaid State and County, to take acknowledgments, personally appeared RAY A. RIFICE, as President of Ray's Sound & Video, Inc., to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the uses and purposes therein expressed on behalf of said Corporation.

WITNESS my hand and official seal in the City and State last aforesaid this 6 Hday

Alsa M. Fein LISA M. FEIN

Notary Public - State of Florida

My Commission Expires:

(corporat\amendmen\articles.hfi)